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ARIZONA CORPORATION COMMISSION
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Transcript Exhibit(s)

Docket #(s): 5-20651A-09-0029

Exhibit #: 51-510, 512-514

Arizona Corporation Commission

DOCKETED

FEB 9 2010

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Marta T. Hetzer
 Administrator/Owner

Suite 502
 2200 North Central Avenue
 Phoenix, AZ 85004-1481
 MAIN (602) 274-9944
 FAX (602) 277-4264

To: Docket Control

Date: February 9, 2010

Re: Kyle Schmierer
 S-20651A-09-0029
 Evidentiary Hearing taken on January 21, 2010

STATUS OF ORIGINAL EXHIBITS

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Securities Division (S Exhibits)

1 through 10, 12 through 14

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EXHIBITS RETURNED TO PARTIES

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Copy to:

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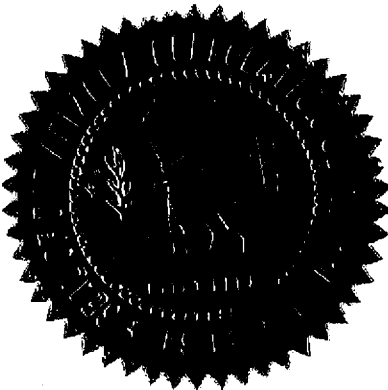
STATE OF ARIZONA



Corporation Commission

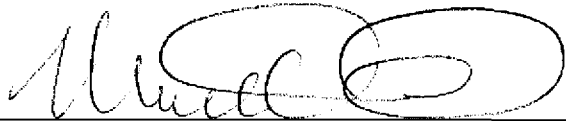
CERTIFICATION

I, Mark Dinell, certify that I am the Assistant Director of the Arizona Corporation Commission's Securities Division and that I have legal custody of the records of the Securities Division. I certify that I have directed a diligent search of the Securities Division records and the records reflect that during the period of November 1, 2007 to June 15, 2009, Amadin has not filed with the Arizona Corporation Commission a notice pursuant to A.R.S. § 44-1850 of the Securities Act of Arizona or Article 12 of the Arizona Investment Management Act (A.R.S. § 44-3321 *et seq.*); has not registered securities with the Arizona Corporation Commission by description pursuant to Article 6 of the Securities Act of Arizona (A.R.S. § 44-1871 *et seq.*) or by qualification pursuant to Article 7 of the Securities Act of Arizona (A.R.S. § 44-1891 *et seq.*); has not registered with the Arizona Corporation Commission as a dealer pursuant to Article 9 of the Securities Act of Arizona (A.R.S. § 44-1941 *et seq.*); and has not made a notice filing or licensed with the Arizona Corporation Commission as an investment adviser pursuant to Article 4 of the Arizona Investment Management Act (A.R.S. § 44-3151 *et seq.*)



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE OFFICIAL SEAL OF THE ARIZONA CORPORATION COMMISSION, AT THE CAPITOL, IN THE CITY OF PHOENIX, THIS 16th DAY OF June, 2009.

BY


Mark Dinell
Assistant Director
Securities Division

EXHIBIT

S-1
ADMITTED

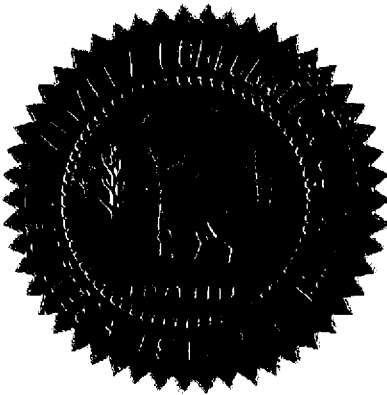
STATE OF ARIZONA



Corporation Commission

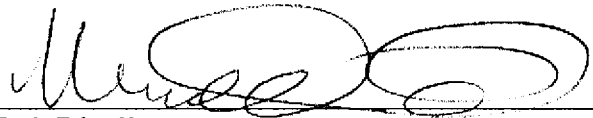
CERTIFICATION

I, Mark Dinell, certify that I am the Assistant Director of the Arizona Corporation Commission's Securities Division and that I have legal custody of the records of the Securities Division. I certify that I have directed a diligent search of the Securities Division records and the records reflect that during the period of November 1, 2007 to June 15, 2009, Kyle Schmierer has not registered with the Arizona Corporation Commission as a securities salesman or dealer pursuant to Article 9 of the Securities Act of Arizona (A.R.S. § 44-1941 *et seq.*); and has not made a notice filing or licensed with the Arizona Corporation Commission as an investment adviser or investment adviser representative pursuant to Article 4 of the Arizona Investment Management Act (A.R.S. § 44-3151 *et seq.*)

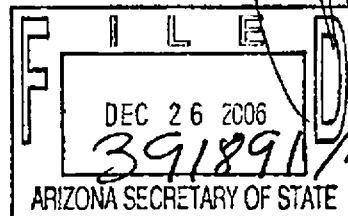


IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE OFFICIAL SEAL OF THE ARIZONA CORPORATION COMMISSION, AT THE CAPITOL, IN THE CITY OF PHOENIX, THIS 16th DAY OF June, 2009.

BY


Mark Dinell
Assistant Director
Securities Division

Please mail Registration to:
Secretary of State Jan Brewer / Trade Name Division
1700 West Washington 7th Fl. Phoenix, Arizona 85007
Walk-in service: 14 N. 18th Ave., Phoenix, Arizona
Tucson Office: 400 W. Congress, Ste. 252
(602) 542-6187
(800) 458-5842 (within Arizona)
Filing Fee: \$10.00



APPLICATION FOR REGISTRATION OF TRADE NAME
(A.R.S. §44-1460)

The Registration of Trade Names and Trademarks is not legally required in Arizona, but is an accepted business practice. This is a registration for an Arizona Trade Name only in accordance with A.R.S. §44-1460. The registration of a trade name is a public record and does not constitute exclusive rights to the holder of the name. Names with a corporate ending (e.g., Inc., LLC or Ltd.) are not acceptable.
Please clearly print or type your application to avoid registration errors.

Name, title or designation to be registered: Amadin

Name of Applicant(s): Kyle Schmierer
(If more than 1 applicant, an "or" designation is assumed unless otherwise indicated)

Your certificate and renewal notices are dependent on accurate address information including suite numbers. Remember to update your registration if you move.

Business Address: 15651 N. 27th Street, Ste. 218 Phoenix, AZ 85032
Street or Box Number City State Zip

Phone (Optional): _____

Applicant must check one. Do not select "Corporation" or "LLC" if you are not currently incorporated, or your application will be returned to you.

<input checked="" type="checkbox"/> Individual	<input type="checkbox"/> Foreign corporation licensed to do business in Arizona	9/2006 4:12PM 000004#3331 TRADE NAME \$10.00
<input type="checkbox"/> Partnership	<input type="checkbox"/> Association	
<input type="checkbox"/> Corporation	<input type="checkbox"/> LLC	
	<input type="checkbox"/> Organization	
	<input type="checkbox"/> Other	

The date in which the name, title or designation was first used by the applicant within this state. This date must be today's date or prior to today's date: 01 25 2004
Month Day Year

General nature of business conducted: film, HD and video production from script to screen

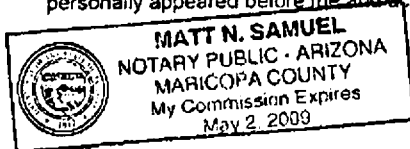
Kyle Schmierer
Applicant's Printed Name Applicant's Signature

Applicant's Printed Name: _____ Applicant's Signature: _____

State of Arizona
County of MariCopa

On this 22nd day of December, 2006, Kyle Schmierer
(Name of Applicant)

personally appeared before me and acknowledged that he/she signed this document for it's stated purpose.



[Signature]
Notary Public



[Citizen](#) [Business](#) [Government](#) [Visitor](#)

Secretary of State's Office

Max Maxfield, Secretary of State
200 West 24th Street, Cheyenne, WY 82002-0020

(307) 777-7311

[Home](#) > [Entity Detail](#)

Entity Detail

Entity details cannot be edited. This detail reflects the current state of the filing in the system.

2008-000563083: Limited Liability Company - Domestic

Name: ATMA Study Film Productions
LLC

Standing - Tax: Good

Old Name:

Standing - RA: Good

Fictitious Name:

Standing - Other: Good

Status: Active

Sub Status: Current

Sub Type:

Formed in: Wyoming

Initial Filing: 11/26/2008

Term of Duration: Perpetual

Inactive Date:

Purpose Code:

Principal Office: Kyle Schmierer
15651 N 27th St Ste 218
Phoenix, AZ 85032 USA

Mailing Address: Kyle Schmierer
15651 N 27th St Ste 218
Phoenix, AZ 85032 USA

[Additional Details](#)

[History](#)

[Public Notes](#)

[Parties](#)

Registered Agent: Johnson, Janet

Agent Address: 1731 Newport St
Casper, WY 82609 USA

Latest AR/Year:

AR Exempt:

License Tax Paid:

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STATE OF WYOMING * SECRETARY OF STATE
MAX MAXFIELD
BUSINESS DIVISION

200 West 24th Street, Cheyenne, WY 82002-0200

Phone 307-777-7311 · Fax 307-777-5339

Website: <http://soswy.state.wy.us> · Email: business@state.wy.us

Filing Information

Name **ATMA Study Film Productions LLC**
Filing Type Limited Liability Company
Status Active

General Information

Fictitious Name		ID	2008-000563083
Old Name		Standing - Tax	Good
Sub Status	Current	Standing - RA	Good
Sub Type		Standing - Other	Good
Formation Locale	Wyoming	Name Consent	N
Filing Date	11/26/2008 10:00 AM	Term of Duration	Perpetual
Delayed Effective Date		Expiration Date	
Inactive Date			

Registered Agent Address

Janet Johnson
1731 Newport St
Casper, WY 82609 USA

Mailing Address

Kyle Schmierer
15651 N 27th St Ste 218
Phoenix, AZ 85032 USA

Parties

Type	Name / Organization / Address
Manager	Kyle Schmierer

Public Notes

Filing Information

Name **ATMA Study Film Productions LLC**
Filing Type Limited Liability Company
Status Active

Amendment History

Num	Type	Date	Delayed Date	Status	Username
-----	------	------	--------------	--------	----------

Future Projects & Investment Opportunities



Amadin has several different projects - TV series, documentaries, reality shows, and feature films in various stages of development.

Contact us to discuss investment opportunities.

There is an extensive business plan

About Us

Services

Demo Reel

Resume

Future

Contact Us

EXHIBIT

tabbles

S-4


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kyle schmierer

[Contact Member](#)
Role: Startup; Service Provider; Advisor

Location: Phoenix, AZ (USA)

Subscriber Type: Basic [what is this?](#)

[Join Now!](#)

Startup: Most Dangerous Game Productions

Industry: Entertainment

Year Founded: 2007

Location: Phoenix, AZ (USA)

Company Description:

I have a great and very profitable feature film project with a complete business plan. Contact me at Amadin7@aol.com for the business plan and a DVD that introduces the project.

Film and Television production from script to screen... The quality of our productions is built upon the foundation of an entertaining and meaningful story. With quality creative writing, visionary directing, powerful acting, beautiful visuals, moving music and other auditory elements, we collaboratively create compelling media whatever the format or its final destination.

We specialize in producing media with meaning of the highest quality for less than Hollywood Studios. We specialize in creative, innovative, out of the box thinking and utilizing the best of the past with the latest technology. We

Number of Employees:

Unspecified

Advisor:

Type of Advisor: Consultant

Willing offer free advice: Yes

Looking for advisory board position: Yes

SCORE member: Yes

Service Provider: www.Amadin.biz

Title: writer-producer-director

Services Provided: Logo Design
Marketing/Advertising
Phone Systems
Website Development

Additional Notes:

If you need high-end film, HD or video commercials, internet viral films and other marketing or training programs contact me. Thanks, Kyle Schmierer www.Amadin.biz www.Amadin.biz -Filmmakers/Storytellers From Script to Screen. Whether it's a commercial, innovative internet content, music video, documentary, TV show or feature film shot on film, HD or video, we work around the world wherever the story takes us. We will create inspiring, uplifting, entertaining and very successful film/TV projects from creation to completion for you. The quality of our

You May Also Want to Contact...

Kelli Wright
Company: At The Cross Re
Industry: Entertainment
Role: Startup

Vincson Landrum
Company: Born 2 The Top
Industry: Entertainment
Role: Startup

Ron James
Company: Ronald James Te
Industry: Entertainment
Role: Startup

Eira Ward
Company: ERGCKFILMS L.L.
Industry: Entertainment
Role: Startup

June BernardRobinson
Company: Essence of Eleg
Industry: Entertainment
Role: Startup

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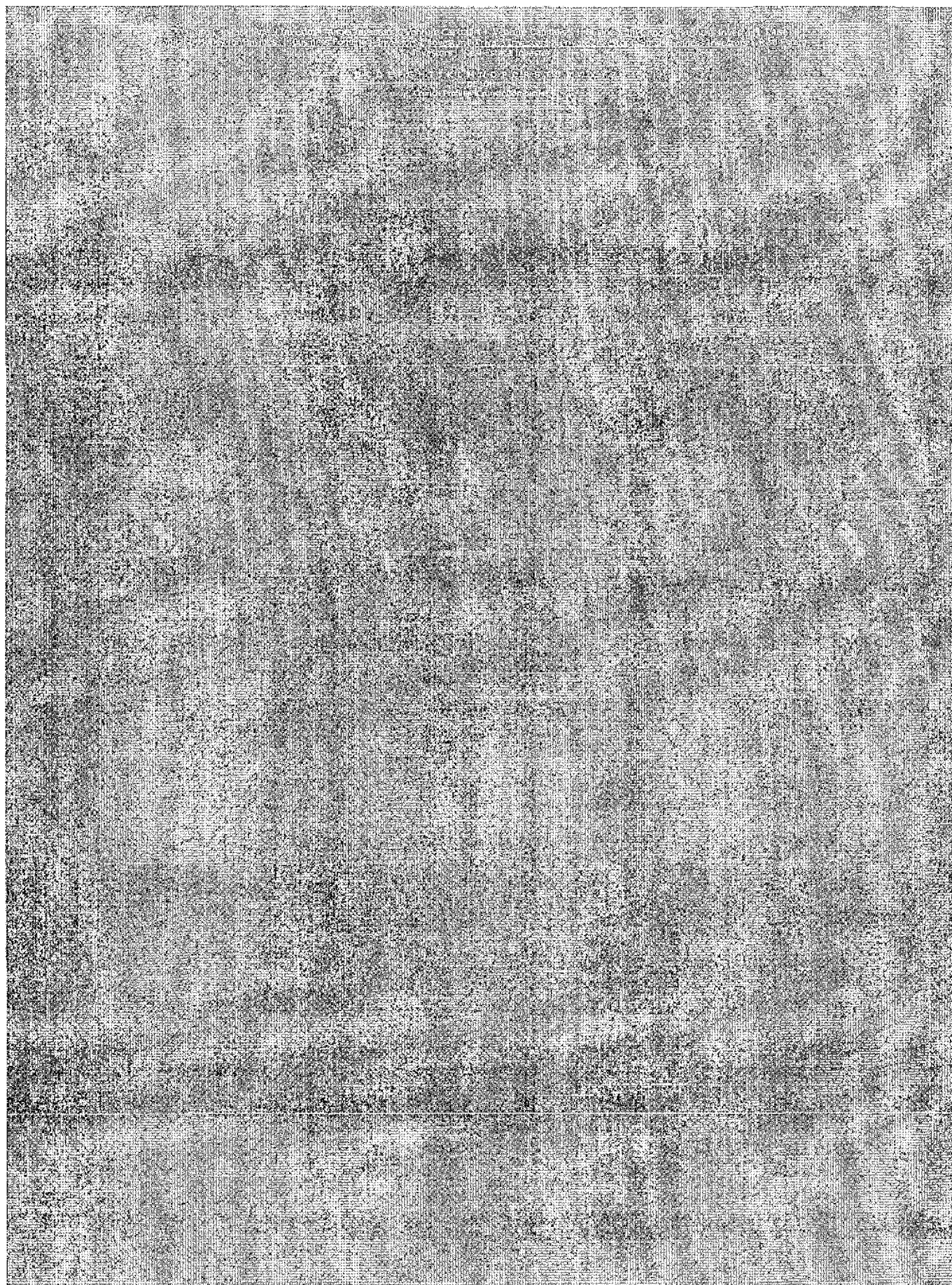
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S-5
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Crush Center

2 New Messages

One of your buddies has a crush on you

(2) New Messages

Sent Messages

New Friend Requests

friendster

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powered by Google

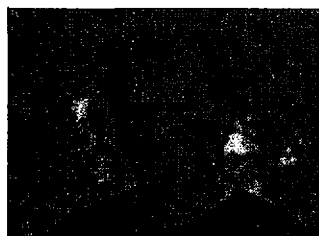
Select Language English

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Home Profile Apps Connections Explore Search

Classifieds Find Friends

Kyle Schmierer



"We must become the change we want to see in the world. -- Mohandas Gandhi"

Male, 38, Single

Interested In: Fans, Activity Partners

Member Since: Mar 2006

Location: Phoenix, AZ

Company: www.Amadin.biz

Last Login: 3 days

Kyle Schmierer's URL:

http://profiles.friendster.com/kyleschmierer

"Kyle Schmierer Filmmaker - from Script to Screen
www.Amadin.biz Kyle Schmierer is an exceptionally talented, award..."

More about Kyle Schmierer

Recent Updates:

added new fan - 2 weeks ago

received new comment - 1 month ago

Send Message

Send a Smile

Become Fan

Forward to Friend

Add Bookmark

Director

Kyle Schmierer's Fans



kobayashi



kim



GRACE



yóssy



Mira



Jessidel

View All (77)

Kyle Schmierer's Photo Gallery



View all Photos (7)

More About Kyle Schmierer

Occupation:
filmmaker

About Me:
Kyle Schmierer
Filmmaker - from Script to Screen
www.Amadin.biz

Kyle Schmierer is an exceptionally talented, award winning filmmaker/storyteller. He is adept in different genres and styles: including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and Internet promotion pieces.

He brings to Amadin the finest credentials as a Producer-Writer- Director-Cinematographer, and AVID Editor. He has over a decade of Film/TV industry experience.

Kyle went to New York University to study filmmaking, has worked several years in Hollywood and around the world, and was a Film & HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina. Some credits include two special documentary format programs on the Philippines, which he directed, shot and edited for an internationally broadcast television show, "Word in the World." Kyle also directed, shot, and redesigned this series, as well as creating a new show opening. This TV program had more than 4 million estimated viewers in the United States alone. He has also made two Independent feature films in addition to many other projects.

This is just a partial listing of Kyle's incredible talent. To view his reel, resume, reference letters and more go to: www.Amadin.biz

Who I Want to Meet:

I want to meet finders, financiers, and accredited investors with \$3 million USD and up interested in very safe and very high return investment programs.

I have three high quality entertainment projects with very good ROi for which I am seeking

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EXHIBIT

S-6

ADMITTED

accredited investors.

I only need \$3 million USD out of the \$30 million project. You will get a guaranteed return in 50 weeks, which will be backed by equity in my projects to protect your investment. If you prefer, you can invest the full amount for one film, for \$10 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans.

Each project has a solid business plan. I have business plans for your review as PDF files. Contact me Kyle Schmierer at Amadin7@aol.com for a 3 minute DVD that introduces my projects.

Here is the link of the DVD presentation of my 3 projects:
<http://www.nexlcat.com/profile/content/View.aspx?path=Kyle.content.571.77>

Testimonials and Comments for Kyle Schmierer

View All (48)



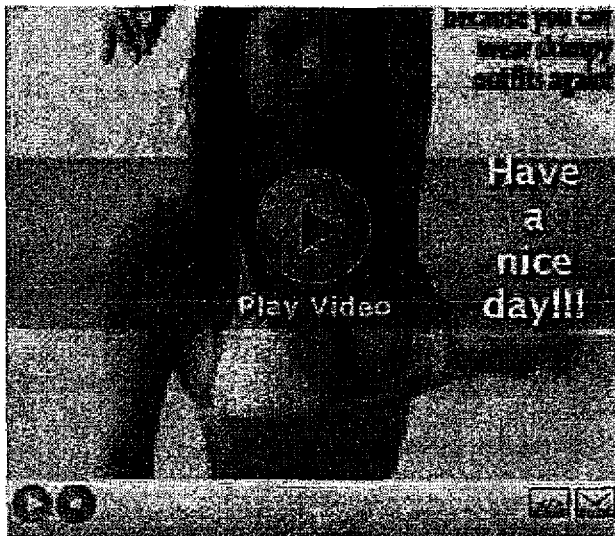
Mira
 Posted 12/18/2008 5:58 am



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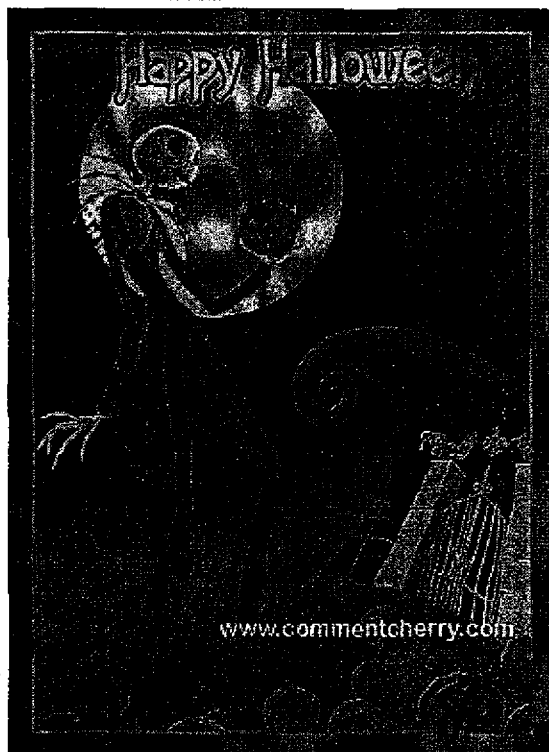


Dore
 Posted 12/4/2008 9:10 pm





Mira
Posted 10/30/2008 9:54 am



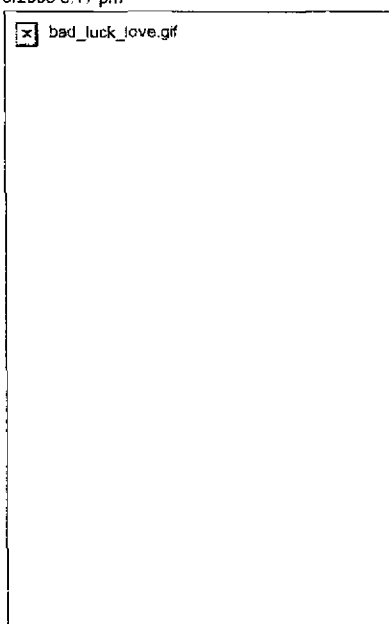
Hot! Myspace Comments

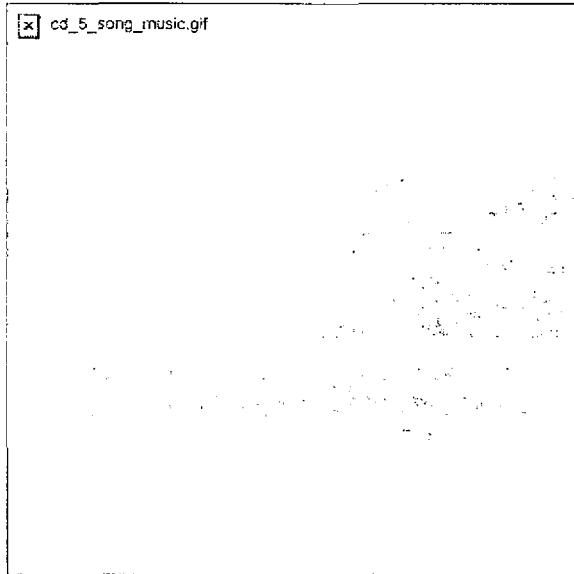
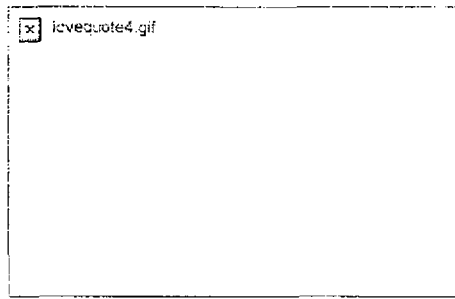


Mira
Posted 05/25/2008 2:11 am
i'm a great fans of you:-)thanks for add.take care hope to hear from you soon
xxxx good luck!!!!



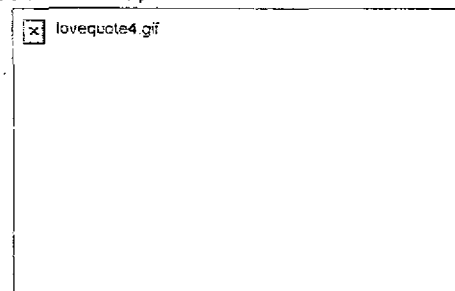
Diane
Posted 04/18/2008 6:17 pm

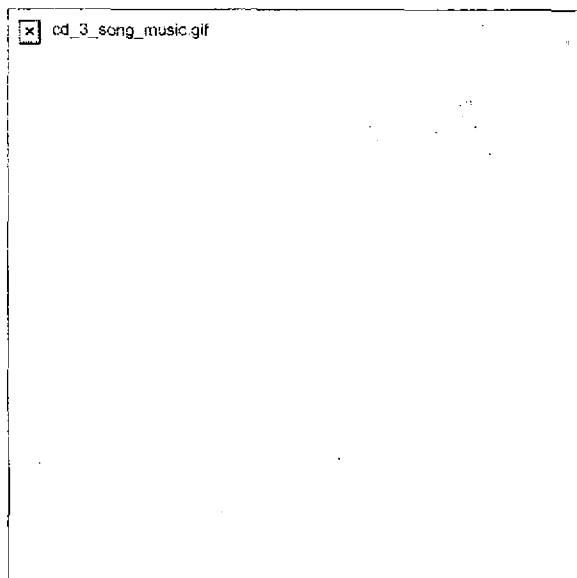
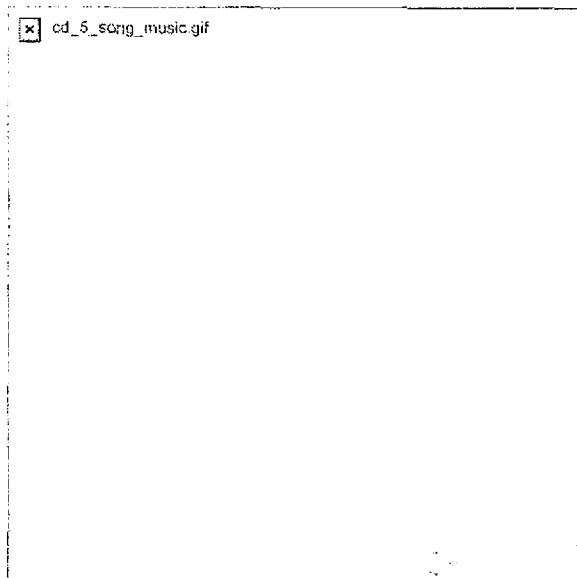




Wichita

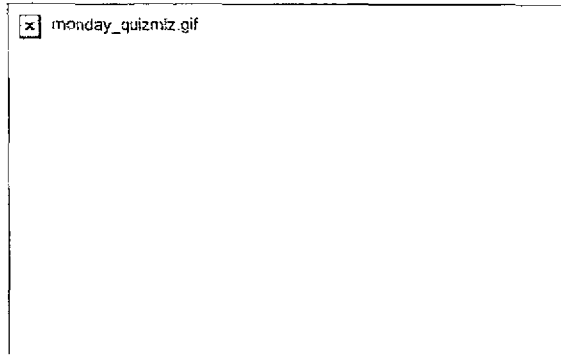
Posted 04/14/2008 1:29 pm





Gabriella

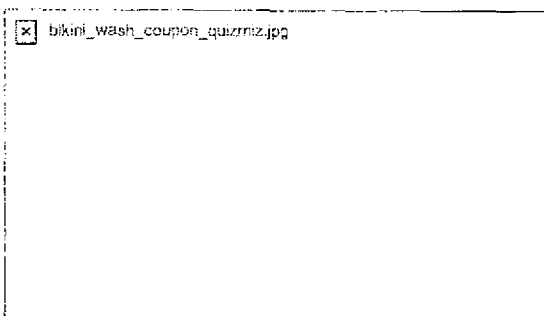
Posted 04/11/2008 10:09 am



Monday's child ("ruled" by the Moon) is
Impressionable, kind, adaptable, modest,
motherly and/or possessive, smothering, maudlin,
sensitive

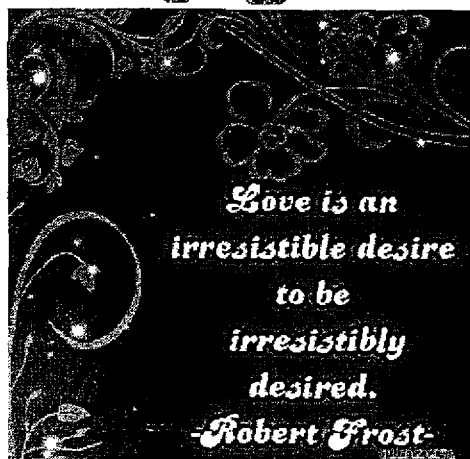
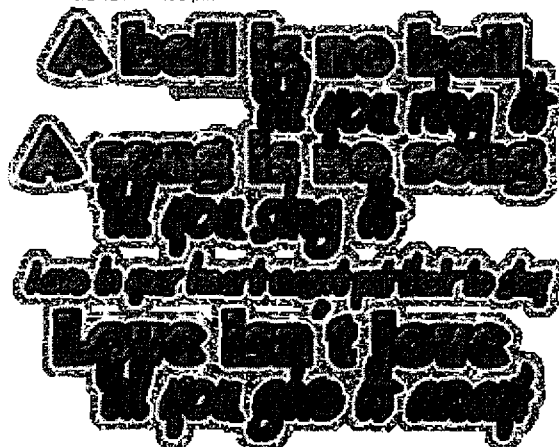
What Day Were You Born?

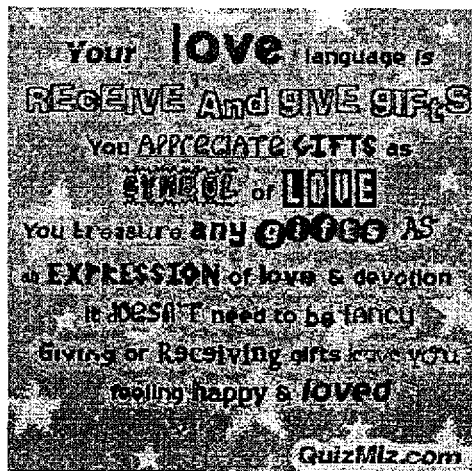
Find Out Yours at QuizMiz.com



Elainne

Posted 03/27/2008 4:56 pm





dottie

Posted 03/23/2008 12:37 pm



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jaCKiE

Posted 03/23/2008 10:16 am



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Kyle Schmierer's Media Box

Occupation:
filmmaker

About Me:
Kyle Schmierer
Filmmaker - from Script to Screen
www.Amadin.biz

I am an exceptionally talented, award winning filmmaker/storyteller. I am adept in many different genres and styles: including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and Internet promotion pieces. A vast life experience around the world informs my work and eclectic taste. I am hard working, able to fully create, implement, and direct my own unique vision with stories I create or the materials of others while truly collaborating with the actors and all the many other artists required to produce a great film. I am a producer-writer-director, cinematographer and Avid editor who request a few minutes of your time to review my work and meet so we may determine if we are a good match.

As well as working in L.A. and around the world, I was also Film and HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina.

I have finished two documentary format programs on the Philippines, which I directed, shot and edited for an internationally broadcast television show, "Word in the World." This show had more than 4 million estimated viewers in the United States alone. Previously when I lived in Hollywood, I directed, shot, and redesigned this series as well as creating a new show opening.

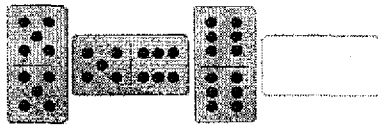
I have also completed writing, directing, co-producing, shooting and editing the independent feature film, "In the Dark of Night" filmed in Wyoming, which is currently in post-production. For three years I had been in the wilds of Wyoming. I came up from LA for the solitude to write feature scripts.

Earlier I lived and worked in Hollywood for over six years, and before that I went to film school at New York University.

I have a breadth and depth of filmmaking skills with a unique vision that will make any film project successful. I have worked as a director, cinematographer, editor, and on the several crew positions.

Who I Want to Meet:
financiers
...and investors with \$1 million USD and up interested in very safe and very high return investment programs

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Kyle Schmierer



"We must become the change we want to see in the world" - Mohandas Gandhi

Male, 39, Single
Interested in: Fans, Activity Partners
Member Since: Mar 2006
Location: Phoenix, AZ
Company: www.Amadin.biz
Last Login: 6 days

Send Message Send a Smile
Become Fan Forward to Friend
Add Bookmark

Kyle Schmierer's URL:
<http://profiles.friendster.com/kyleschmierer>

Kyle Schmierer Filmmaker - from Script to Screen
www.Amadin.biz Kyle Schmierer is an exceptionally talented, award...

More about Kyle Schmierer

Kyle Schmierer's Photo Gallery



View all Photos (7)

More About Kyle Schmierer

Occupation:
filmmaker

About Me:
Kyle Schmierer - Filmmaker - from Script to Screen
www.Amadin.biz

Kyle Schmierer is an exceptionally talented, award winning filmmaker/storyteller. He is adept in different genres and styles including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and internet promotion pieces.

He brings to Amadin the finest credentials as a Producer/Writer, Director, Cinematographer, and AVID Editor. He has over a decade of Film/TV industry experience.

Kyle went to New York University to study filmmaking, has worked several years in Hollywood and around the world, and was a Film & HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina. Some credits include two special documentary format programs on the Philippines, which he directed, shot and edited for an internationally broadcast television show, "Word in the World." Kyle also directed, shot, and redesigned this series, as well as creating a new show opening. This TV program had more than 4 million estimated viewers in the United States alone. He has also made two independent feature films in addition to many other projects.

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Who I Want to Meet:
I want to meet funders, financiers, and accredited investors with \$3 million USD and up interested in very safe and very high return investment programs.

I have three high quality entertainment projects with very good ROI for which I am seeking accredited investors.

I only need \$3 million USD out of the \$30 million project. You will get a guaranteed return in 50.

Director

Kyle Schmierer's Fans



kok sui M.C. DUANE Jerry
buddy Jay LM

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Kyle Schmierer

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People Search

weeks, which will be backed by equity in my projects to protect your investment. If you prefer, you can invest the full amount for one film, for \$10 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans.

Each project has a solid business plan. I have business plans for your review as PDF files. Contact me Kyle Schmierer at Amadia7@aol.com for a 3 minute DVD that introduces my projects.

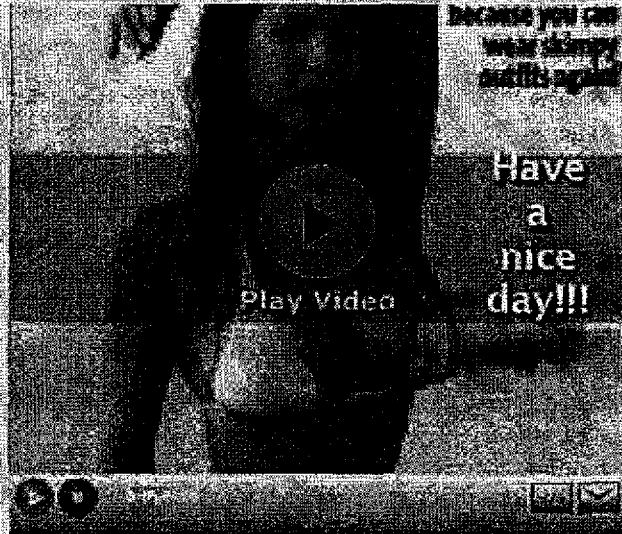
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Testimonials and Comments for Kyle Schmierer

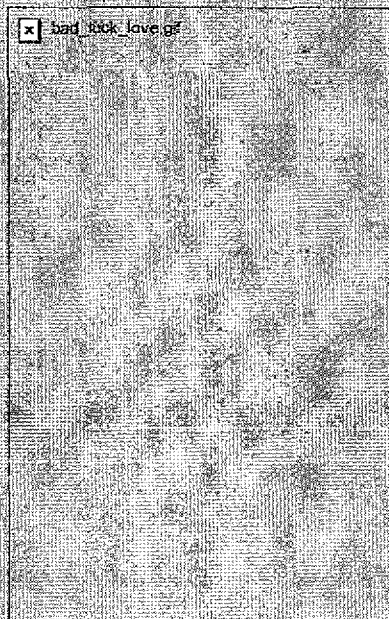
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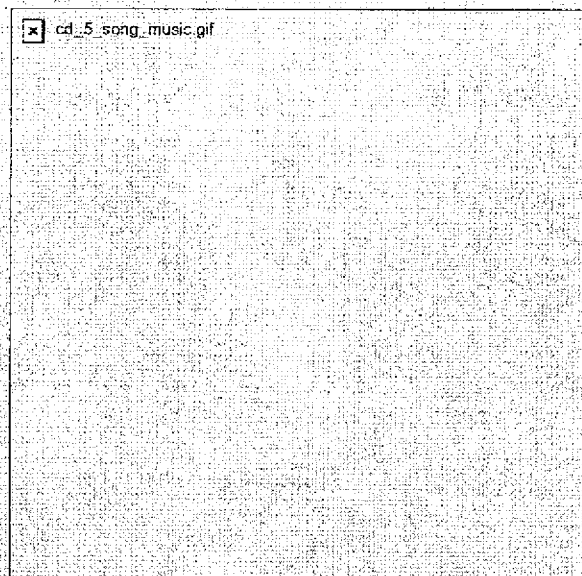
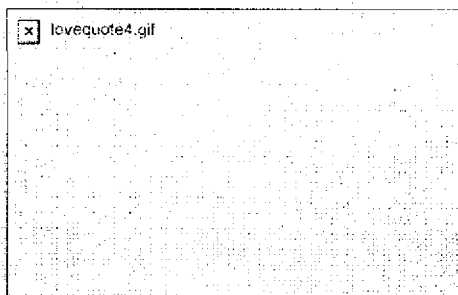


Dore
 Posted 12/04/2008 8:10 pm

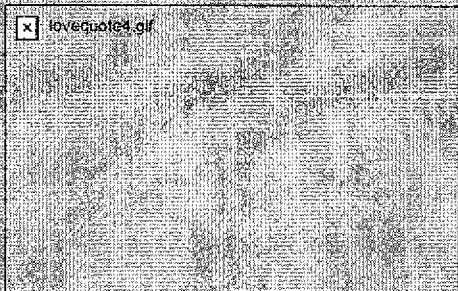


Diane
 Posted 04/18/2008 5:17 pm





Wichita
Posted 06/14/2008 12:29 pm



☐ 04_5_song_music.gif

☐ 04_3_song_music.gif



Gabriella

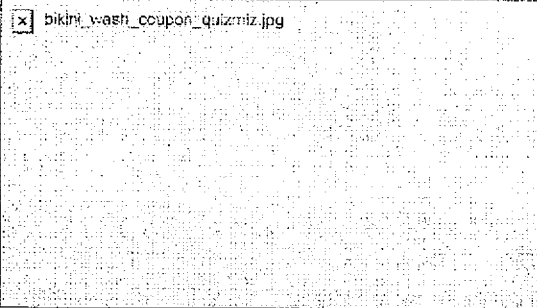
Posted: 04/17/2008 9:09 am

☐ monday_quizmz.gif

Monday's child ("ruled" by the Moon) is
impressionable, kind, adaptable, modest,
motherly and/or possessive, smothering, maudlin,
sensitive

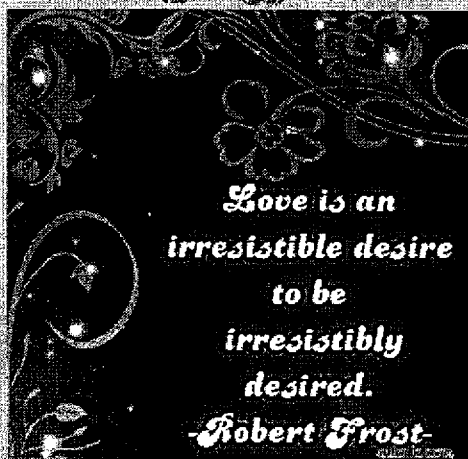
What Day Were You Born?

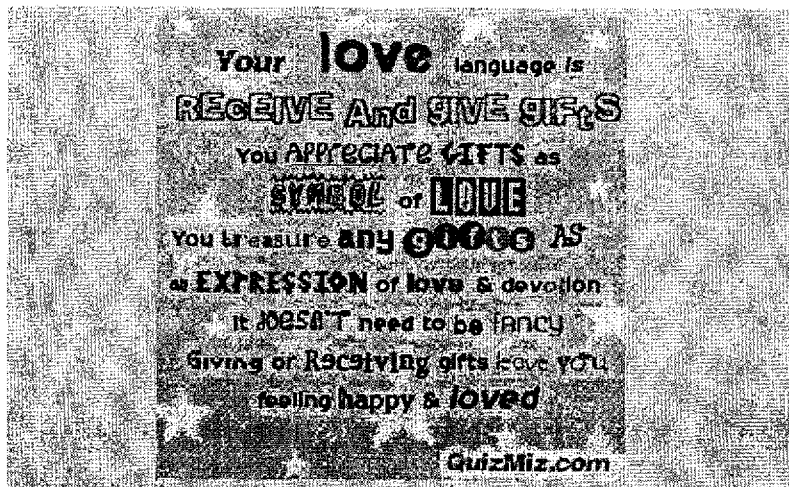
Find Out Yours at QuizMiz.com



Elaine
Posted 03/27/2008 3:56 pm

A bell is no bell
if you ring it
A song is no song
if you sing it
Love is no love
if you don't put heart to it
Love isn't love
if you give it away





dottie

Posted 03/23/2008 11:37 am



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JACKIE

Posted 03/23/2008 9:15 am



cing

Posted 03/02/2008 11:57 am



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Add this effect to your own photos



cing

Posted 02/18/2008 11:25 pm

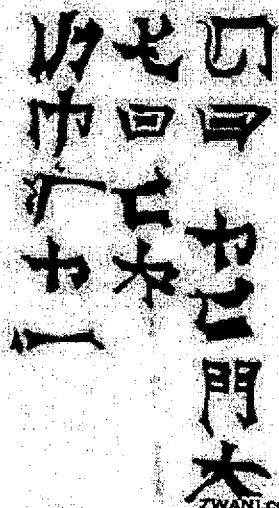


Add this effect to your own photos



Kolin Ivan

Posted 02/18/2008 4:02 am



ZWANT.com

Myspace Funny Picture Comments & Graphics

View All (43)

Kyle Schmierer's Media Box

Occupation:
filmmaker

About Me:
Kyle Schmierer
Filmmaker - from Script to Screen
www.Amadin.biz

I am an exceptionally talented, award winning filmmaker/storyteller. I am adept in many different genres and styles, including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and Internet promotion pieces. A vast life experience around the world informs my work and eclectic taste. I am hard working, able to fully create, implement, and direct my own unique vision with stories I create or the materials of others while truly collaborating with the actors and all the many other artists required to produce a great film. I am a producer-writer-director, cinematographer and Avid editor who request a few minutes of your time to review my work and meet so we may determine if we are a good match.

As well as working in U.A. and around the world, I was also Film and HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina.

I have finished two documentary format programs on the Philippines, which I directed, shot and edited for an internationally broadcast television show, "Word in the World." This show had more than 4 million estimated viewers in the United States alone. Previously when I lived in Hollywood, I directed, shot, and redesigned this series as well as creating a new show opening.

I have also completed writing, directing, co-producing, shooting and editing the independent feature film, "In the Dark of Night" filmed in Wyoming, which is currently in post-production. For three years I had been in the wilds of Wyoming. I came up from LA for the solitude to write feature scripts.

Earlier, I lived and worked in Hollywood for over six years, and before that I went to film school at New York University.

I have a breadth and depth of filmmaking skills with a unique vision that will make any film project successful. I have worked as a director, cinematographer, editor, and on the several crew positions.

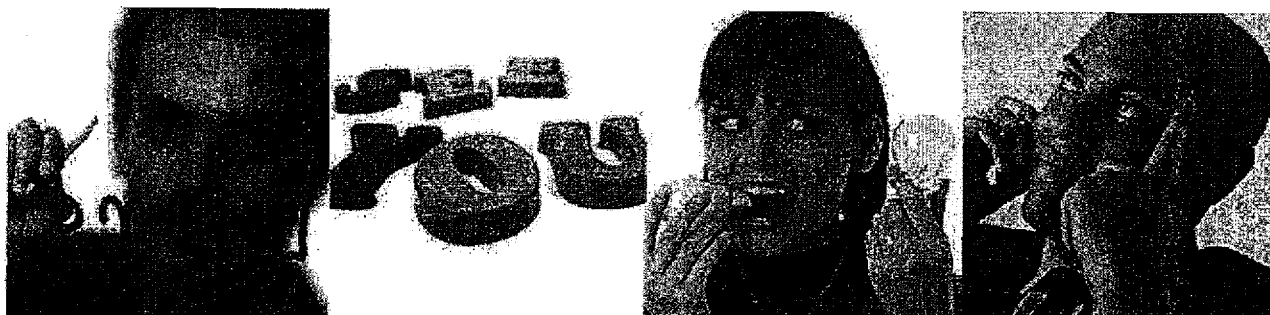
Who I Want to Meet:

Financiers

and investors with \$1 million USD and up interested in very safe and very high return investment programs



Home Entrepreneurs Investors Corporates Marketplace Agenda



User login

Login/Register

Username or e-mail address:

Password: *

☐ Remember me

Log In

- Create new account
- Request new password

Who's online

There are currently 2 VIPS and
70 entrepreneurs online.

Who's new



Vintakoski



OmilenJuanC



shyampc



hunterbermey



ThreeSixtyFiveCards

movies

www.Amadin.biz - Filmmakers/Storytellers From Script to Screen ... movies with meaning and marketability, purpose and profit

I have three qualified high quality entertainment projects with very good ROI for which I am seeking accredited investors for equity participation. I need a minimum \$3 million USD out of the \$30 million for the slate of film projects. You can get a guaranteed return in 50 weeks, which will be backed by equity in my projects to protect your investment. If you prefer, you can invest the full amount for one film, for \$10 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans. Each project has a solid business plan. I have business plans for your review as PDF files.

Contact me Kyle Schmierer at Amadin7@aol.com for a 3 minute DVD that introduces my projects. Here is the link of the DVD presentation of my 3 projects:

<http://www.nextcat.com/profile/content/View.aspx?path=Kyle.content157177>

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[Register your entertainment feature film global investment marketability](#)

Search Tags

Advertising Arts **business**
business development consultancy
Consulting **entrepreneur**
film funding HR India
innovation
investment investors
management
marketing outsourcing
retail sales social networking
software software development
venture capital web
2.0 web design

[more tags](#)

International news

Executive-Suite: It's Time for
Apple to Come Clean

Drop in Energy Pushes Down
Wholesale Prices

US Democrats seek \$825bn
stimulus

Obama's school stimulus plan

Obama's school stimulus plan

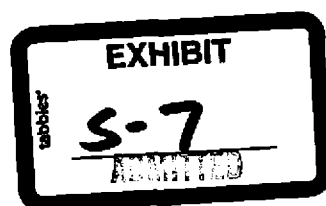
[more](#)

Poll

I'm an entrepreneur and
could grow my business
faster if an investor
participated with Eur:

- ☐ < 100,000
☐ < 500,000
☐ < 1,000,000
☐ < 2,500,000
☐ > 2,500,000

Vote



Go to our web site at www.Amadin.biz ... Film and Television production from script to screen. The quality of our productions is built upon the foundation of an entertaining and meaningful story. With quality creative writing, visionary directing, powerful acting, beautiful visuals, moving music and other auditory elements, we collaboratively create compelling media whatever the format or its final destination.

Thank you. - Kyle Schmierer, writer-producer-director

01 (602) 218-5057 USA

[Home](#)

by onlwerpwerk & foundercontact international

kyle schmierer



Owner, www.Amadin.biz

Phoenix, Arizona Area

- Current** • Owner at www.Amadin.biz
- Past** • director-DP-editor at Wordnet
- Education** • New York University
• Northland Liberal Arts & Environmental College
- Connections** 32 connections
- Industry** Motion Pictures and Film
- Websites** • [My Company](#)

kyle schmierer's Summary

I am seeking "Finders" to find investors worldwide who would like to invest in a US based global business. You will get a percentage of funds raised thru your efforts.

I have three qualified high quality entertainment projects with very good ROI for which I am seeking accredited investors for equity participation. I need a minimum \$3 million USD out of the \$30 million for the slate of film projects. You can get a guaranteed return in 50 weeks, which will be backed by equity in my projects to protect your investment. If you prefer, you can invest the full amount for one film, for \$10 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans. Each project has a solid business plan. I have business plans for your review as PDF files.

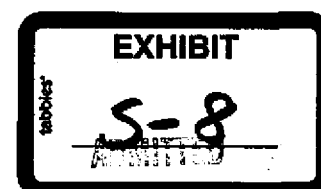
Contact me Kyle Schmierer at Amadin7@aol.com for a 3 minute DVD that introduces my projects. Here is the link of the DVD presentation of my 3 projects: <http://www.nextcat.com/profile/content/View.aspx?path=Kyle.content.57177>

Please be advised that an investor can write off 100% of an investment up front in qualified US based film projects from law passed by Congress.

We at Amadin specialize in producing media with meaning of the highest quality for less than Hollywood Studios. We specialize in creative, innovative, out of the box thinking and utilizing the best of the past with the latest technology. We adapt quickly to changes in production and exhibition, yet always maintain focus on our core business - creating quality content for the global market.

Go to our web site at www.Amadin.biz ... Film and Television production from script to screen. The quality of our productions is built upon the foundation of an entertaining and meaningful story.

Thank you. - Kyle Schmierer, writer-producer-director



01 (602) 218-5057 USA

kyle schmierer's Specialties:

Kyle Schmierer, Filmmaker/Storyteller -- from Script to Screen, is an exceptionally talented, award winning filmmaker/storyteller.

Kyle is adept in many different genres and styles: including music videos, commercials, TV shows, documentaries, feature films, corporate videos, or Internet promotion pieces.

See the demo reel, resume: <http://www.Amadin.biz>

Kyle directed, shot and edited everything on the reel. Most of it he also wrote and produced as well.

kyle schmierer's Experience

Owner

www.Amadin.biz

(Motion Pictures and Film industry)

May 1995 — Present (13 years 9 months)

Kyle Schmierer, writer-producer-director for: www.Amadin.biz -Filmmakers/Storytellers From Script to Screen.

Whether it's a commercial, innovative Internet content, music video, documentary, TV show or feature film shot on film, HD or video, we work around the world wherever the story takes us. We create inspiring, uplifting, entertaining and very successful film/TV projects from creation to completion.

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director-DP-editor

Wordnet

(Privately Held; Motion Pictures and Film industry)

1999 — 2001 (2 years)

I have finished two special documentary format programs on the Philippines, which I directed, shot and edited for an internationally broadcast television show, "Word in the World."

This show had more than 4 million estimated viewers in the United States alone. Previously when I lived in Hollywood, I directed, shot, and redesigned this dramatic series as well as creating a new show opening.

kyle schmierer's Education

New York University

Filmmaking 1994

New York University/ S.C.E. Intensive Filmmaking Program - A

Montana Edit's Masters Program - a comprehensive training program of certified AVID courses including Color Correction and Symphony Nitris HD

Northland Liberal Arts & Environmental College
BS/BA, Global Environmental Studies, 1987 — 1991

Additional Information

kyle schmierer's Websites:

[My Company](#)

kyle schmierer's Interests:

social entrepreneurship, ecology, environment, social justice, freedom, film, arts, movies, travel, nature, science, spirituality, scuba, sailing, other outdoor activities

kyle schmierer's Groups:

CollectiveX



International Network of Social Entrepreneurs



e-Scension.com

kyle schmiererOwner, www.Amadin.biz

Phoenix, Arizona Area

- Current** • Owner at www.Amadin.biz
- Past** • director-DP-editor at Wordnet
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Owner

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(Motion Pictures and Film industry)

May 1995 — Present (14 years 2 months)

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My Company

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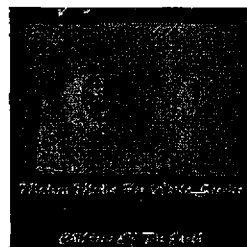
.....

Individuals



COMMUNITY CUBE

GENERATION4K rainbowstar444 alexiaanastasio



AmyNichols



Jevendovey



Floor_13_Productions



HellaDelicious



MarQ_Morrison pennyfound



Amadin

Kyle Schmierer, award winning filmmaker/storyteller - from script to screen

Phoenix, Arizona
United States

Tags: (none yet added)

Bio: Kyle Schmierer is an exceptionally talented, award winning filmmaker/storyteller. He is adept in different genres and styles: including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and Internet promotion pieces.

He brings to Amadin the finest credentials as a Producer-Writer- Director-Cinematographer, and AVID Editor. He has over a decade of Film/TV industry experience.

Kyle went to New York University to study filmmaking, has worked several years in Hollywood and around the world, and was a Film & HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina. Some credits include two special documentary format programs on the Philippines, which he directed, shot and edited for an internationally broadcast television show, "Word in the World." Kyle also directed, shot, and redesigned this series, as well as creating a new show opening. This TV program had more than 4 million estimated viewers in the United States alone. He has also made two Independent feature films in addition to many other projects.

This is just a partial listing of Kyle's incredible talent. To view his reel, resume, reference letters and more go to: www.Amadin.biz

RATINGS (0)

Creativity

Technical Skill

Responsibility

EXHIBIT

S-9
ADMITTED

IndieGoGo URL: <http://www.indiegogo.com/Amadin>

VIDEOS

(none yet added)

IMAGES

The ATMA Study

(1 of 1)

QUICK ACTIONS

View Media
(Videos, Images,
Links!)Add to your
8 friends
so far0 have
endorsed
it so farFollow them
8 are
following
them so
far
(for emailed
Announcements)Follow them
(for
Announcements
via RSS)

RATE 'EM

Creativity

Technical Skill

Responsibility



0 have rated it so far

OTHER ACTIONS



Flag as Inappropriate

THEIR ACTIONS

Became a friend of
GENERATION4KUpdated info for
The ATMA Study -
scientific
investigation into
the afterlifeBecame a friend of
rainbowstar444

LINKS

[Here is the link of the DVD presentation of my 3 projects 3 Project Introductions](#)

QUESTIONS AND ANSWERS

What makes Amadin different?

Tip: Ask a question of your own down in COMMENTS!

PROJECTS AND ORGANIZATIONS

The ATMA Study - scientific investigation into the afterlife



Owner

PRIVATE DOCUMENTS (Restricted Access -- Friends Only)

(none yet added)

ANNOUNCEMENTS

username or email address

Signup | PW |
Switch to Secure
Mode

Connect with Facebook

Find/Invite Your Contacts
Gmail | Hotmail | Yahoo!

Find Projects | People



Post your Project



Provide Feedback



Became a friend of
Amy Nichols



Became a friend of
Jevendovey



GENERATION4K
promoted VENUS
IN PISCES



GENERATION4K
became a friend of
Bushypushy



GENERATION4K
updated info for
VENUS IN
PISCES



GENERATION4K
referred someone to
VENUS IN
PISCES



GENERATION4K
became a friend of
gogoslava



Amadin (Thu Jan 17)

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Amadin (Thu Jan 17)

If you need high-end film, HD or video commercials, Internet viral films and other marketing or training programs contact me.

Thanks. Kyle Schmierer www.Amadin.biz

602-218-5057

www.Amadin.biz -Filmmakers/Storytellers From Script to Screen.

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Go to our web site at www.Amadin.biz and consider working with Amadin on your next project.

I have won several prestigious Telly Awards for my work.

* The Telly Awards are like regional Emmy's that are judged by industry professionals to recognize outstanding work.

Sincerely, Kyle Schmierer writer-producer-director

Amadin7@aol.com



Show List View
Show Cube View

Good luck for your projects...:-)



www.CreateSpace.com
Ads by Google



MarQ_Morrison alexiaanastasio HellaDelicious Floor_13_Productions Jevendovey AmyNichols



rainbowstar444 GENERATION4K



.....

INDIEGO

Projects

Social

COMMUNITY CUBE

Amadin

transferproductions

gogoric

gogodanac

FrozenState

rainbowstar444

maryjo

SassyMedia

AmyNichols

Show Stats

Show
Community

Number that have:

Viewed 993
 Rated 2
 Endorsed 0
 Contributed 0
 Referred Someone 0
 Commented 0
 Team Members 1 (view)

Seen this Project on
Facebook, yet?

The ATMA Study - scientific investigation into
the afterlife

Have you ever wondered why you are here on
Earth? Or what happens when you



world wide , Arizona
United States

RATINGS (2)

Idea ★★★★★
 Team ★★★★★
 Chance of Success ★★★★★

Tags: film movie feature action adventure world time travel afterlife spirit soul history
documentary drama thriller profit award invest death birth rebirth reincarnation past
lives life science research investigation mystery returns rui real truth universe cosmic
money meaning purpose religion spiritual winner india china africa europe england
america middleeast latin findersfee marketable greep environmental

Synopsis:

Have you ever wondered why you are here on Earth? Or what happens when you
die? Is there life after death? What if you could travel thru time, experience the afterlife,
and explore mysterious realms? You can.

To introduce these great movies and provide an idea of the diverse and unique nature of the
films, I created a brief video presentation. Any investors can view my 3 minute online video
presentation of my three feature film projects:

Share
using

Share on



Share on

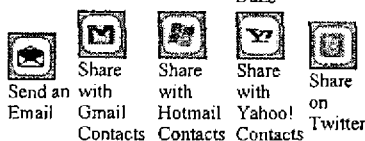


Submit



Digg It

Widgets Facebook MySpace Yahoo!


<http://www.e-scension.com/video/video/show?id=985095> Video: 15824

How about making a quick \$30,000 USD while you help a great project?

I will give you 10% success fee for getting me an investor(s) to provide \$300,000 USD – the sooner the better. The investor will get \$600,000 USD in 6-12 months when my loan is processed. That's a 100% ROI in less than a year and they are not involved in a more risky film investment. If the investor is a US taxpayer they also get a 100% up front tax write off on their Federal Taxes from statute IRS SEC. 181.

I am approved for a provider to finance my film "The ATMA Study." Everything is ready. I just need the \$300,000 USD to pay for my legal fees, due diligence, processing fee and other expenses until the loan is processed. This program is normally used for real-estate, but is now being used for other businesses. My lawyer has confirmed these fees are common with this type of finance deal and the real estate finance companies in particular.

I have a PDF of the business plan to provide any of your contacts and all my contracts are ready for the investors to sign.

If you are not interested or do not have time, perhaps you have some contact who would want to make some very good money very quickly.

Let me know.

Thank you. – Kyle Schmierer, writer-producer-director

01 (602) 218-5057 USA Amadin7@aol.com

What makes The ATMA Study - scientific investigation into the afterlife different: It's a compelling story with time travel and travel to other worlds, but thru hypnosis. "The ATMA Study" is an investigation into the deepest mysteries of the universe. Yet the truly groundbreaking thing about this film is that each of the patients' stories of their past lives and the evidence found is real and documented. An actual research study using real study subjects will be initiated and documented in the film. So this scientific approach takes the film away from religion, dogma and personal opinion and opens it to a wide global audience.

IndieGoGo URL: <http://www.indiegogo.com/TheATMAStudy>

FUNDRAISING

0 have contributed so far \$0 of \$10,000



0 have contributed so far

Contribute Now!

Get VIP Perks:



\$10 = thank you 1



\$108 = thank you 2



\$1,000 = thank you 3



\$10,000 = thank you 4

QUICK ACTIONS



0 have endorsed it so far

Endorse it (to show your support)



View Media (Videos, Images, Links!)

RATE IT

Idea

Team

Chance of Success

2 have rated it so far

OTHER ACTIONS



Set as your Favorite Project



Flag as Inappropriate

username or email :

Rem me

Signup | Forgot P | Switch to Secure P

f Connect with Fa

Find Projects | Pe

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Amadin (Thu Mar 20 '08)

We at Amadin specialize in producing media with meaning of the highest quality for less than Hollywood Studios. We specialize in creative, innovative, out of the box thinking and utilizing the best of the past with the latest technology. We adapt quickly to changes in production and exhibition, yet always maintain focus on our core business – creating quality content for the global market.

Go to our web site at www.Amadin.biz ... Film and Television production from script to screen. The quality of our productions is built upon the foundation of an entertaining and meaningful story. With quality creative writing, visionary directing, powerful acting, beautiful visuals, moving music and other auditory elements, we collaboratively create compelling media whatever the format or its final destination.

Thank you. – Kyle Schmierer, writer-producer-director

01 (602) 218-5057 USA

Amadin7@aol.com

 Amadin updated info

 transferproductions rated



 cinemastatic rated

Amadin (Thu Jan 17 '08)

How about making a quick \$30,000 USD while you help a great project?

I will give you 10% success fee for getting me an investor(s) to provide \$300,000 USD – the sooner the better. The investor will get \$600,000 USD in 6-12 months when my loan is processed. That's a 100% ROI in less than a year and they are not involved in a more risky film investment. If the investor is a US taxpayer they also get a 100% up front tax write off on their Federal Taxes from statute IRS SEC. 181.

I am approved for a provider to finance my film "The ATMA Study." Everything is ready. I just need the \$300,000 USD to pay for my legal fees, due diligence, processing fee and other expenses until the loan is processed. This program is normally used for real-estate, but is now being used for other businesses. My lawyer has confirmed these fees are common with this type of finance deal and the real estate finance companies in particular.

I have a PDF of the business plan to provide any of your contacts and all my contracts are ready for the investors to sign.

If you are not interested or do not have time, perhaps you have some contact who would want to make some very good money very quickly.


Let me know.

Thank you. — Kyle Schmierer, writer-producer-director

01 (602) 218-5057 USA Amadin7@aol.com

To introduce these great movies and provide an idea of the diverse and unique nature of the films, I created a brief video presentation. Any investors can view my 3 minute online video presentation of my three feature film projects:

<http://www.e-scension.com/video/video/show?id=9>

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How about making a quick \$30,000 USD while you help a great project?

Posted by: Kyle Schmierer, et on 12/29/2008 12:36:34 PM

★★★★★ (0 Votes)

Business Idea:

Category:
Accounting & Financial ServicesWebsite:
Please [login](#) to view.Location:
USAViewed : 199 times
Favorited : 0 times

Description:

How about making a quick \$30,000 USD while you help a great project?

I will give you 10% success fee for getting me an investor(s) to provide \$300,000 USD - the sooner the better. The investor will get \$600,000 USD in 6-12 months when my loan is processed. That's a 100% ROI in less than a year and they are not involved in a more risky film investment. If the investor is a US taxpayer they also get a 100% up front tax write off on their Federal Taxes from statute IRS SEC. 181.

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I have a PDF of the business plan to provide any of your contacts and all my contracts are ready for the investors to sign.

If you are not interested or do not have time, perhaps you have some contact who would want to make some very good money very quickly.

Let me know. Thanks - Kyle Schmierer, writer producer-director [www.Amadin.biz](#)

I now have new sources for financing my films. At a minimum I need \$300,000 USD. These funds would be used for legal fees, due diligence, and an application fee. The investor would get \$600,000 as soon as the deal goes thru and funds are delivered in 6-12 months.

If you prefer, you can invest the full amount for one film, for \$30 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans. Each project has a solid business plan. I have business plans for your review as PDF files.

To introduce these great movies and provide an idea of the diverse and unique nature of the films, I created a brief video presentation. Any investors can view my 3 minute online video presentation of my three feature film projects:

<http://www.e-scension.com/video/video/show?id=985095&Video:15824>

I have a diverse slate of my top projects for you to consider together or separately. Some investors prefer a slate of films because it is another way to reduce risk. But that of course takes a larger investment to fully fund multiple projects. A slate of different projects is also a way to increase the odds of a break out hit movie. I am happy to explore investments of a single project or slate - whatever works best for your needs.

Please be advised that any US tax payer can write off 100% of their investment up front in qualified US based film projects from a law passed by Congress. I have three projects that are qualified. You can invest and write off from \$300,000 USD up to \$15 million for one film. This is described in my business plans right after the Table of Contents - third page. A copy of the law is also included in my investment offering proposal.

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Go to our web site at [www.Amadin.biz](#) ... Film and Television production from script to

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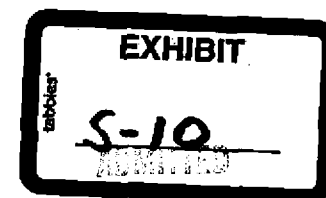
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Peggy Scozzari

From: Peggy [REDACTED]
Sent: Monday, November 17, 2008 3:00 PM
To: Peggy Scozzari
Subject: Fw: Peggy, Re: Investment -some options - Business Plan - definition

----- Forwarded Message -----

From: "Amadin7@aol.com" <Amadin7@aol.com>
To: [REDACTED]
Sent: Thursday, November 6, 2008 10:45:20 AM
Subject: Peggy, Re: Investment -some options - Business Plan - definition

Peggy,

I have several secondary investors in place all with different requirements and different amounts needed from initial investors.

I have several options where I can give you double your money back within a year or less.

I have applied to two other financing groups. One would require at least \$150,000 USD. Your funds would be used to pay for some of the application fees and legal fees. I have also applied my projects with a another source where your initial investment of at least \$350,000 would be used as collateral to leverage on loan to complete financing. I will pay you double your money when the film funds. I have enough in my budget for finders and financing to give you that 100% ROI. In these cases, you are paid before the film begins so your rewards come quickly.

Alternatively, with \$800 K of first funds I can get the rest of the \$10 million from a secondary investor/executive producer. In exchange, I will pay the fist investor(s) double their money (100% ROI) as soon as the agreement is completed (6 -12 months). I will be meeting with some other investors soon, so you can perhaps pick an option above \$500K and I will get the balance from this other primary investors.

Another option for an investor such as yourself is an equity investment as outlined in the business plan. My business plan is designed to be able to work with a single investor or many. \$500 K would be able to purchase 5 units out of 100 total for a single film.. Your funds could be placed in a escrow account and returned if the entire budget is not raised within an agreed upon time period.

I have three film projects. If you have not already, you can view a three minute video presentation on all three here: <http://www.e-scension.com/video/video/show?id=985095:Video:15824>

The first film I would like to do is "The ATMA Study." The link for the business plan is below.

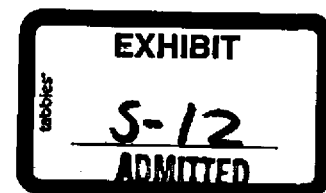
File to pick up: ATMA Study - \$10 mil biz plan...
File will remain active for 7 days

Link to file:

<https://rcpt.yousendit.com/622569165/88c25a4229cb4c40034ed0b62481fb89>

ACC000095
AMADIN #7952

6/3/2009



Essentially an accredited investor is a sophisticated investor that can make judgements for themselves on investments and can afford to lose their money. It's term used by the SEC. The exact definition from the SEC is below.

Thank you. Kyle Schmierer, writer-producer-director www.Amadin.biz

602-218-5057

<http://www.sec.gov/answers/accred.htm>

Accredited Investors

Under the Securities Act of 1933, a company that offers or sells its securities must register the securities with the SEC or find an exemption from the registration requirements. The Act provides companies with a number of exemptions. For some of the exemptions, such as rules 505 and 506 of Regulation D, a company may sell its securities to what are known as "accredited investors."

The federal securities laws define the term accredited investor in Rule 501 of Regulation D as:

1. a bank, insurance company, registered investment company, business development company, or small business investment company;
2. an employee benefit plan, within the meaning of the Employee Retirement Income Security Act, if a bank, insurance company, or registered investment adviser makes the investment decisions, or if the plan has total assets in excess of \$5 million;
3. a charitable organization, corporation, or partnership with assets exceeding \$5 million;
4. a director, executive officer, or general partner of the company selling the securities;
5. a business in which all the equity owners are accredited investors;
6. a natural person who has individual net worth, or joint net worth with the person's spouse, that exceeds \$1 million at the time of the purchase;
7. a natural person with income exceeding \$200,000 in each of the two most recent years or joint income with a spouse exceeding \$300,000 for those years and a reasonable expectation of the same income level in the current year; or
8. a trust with assets in excess of \$5 million, not formed to acquire the securities offered, whose purchases a sophisticated person makes.

For more information about the SEC's registration requirements and common exemptions, read our brochure, Q&A: Small Business & the SEC.

<http://www.sec.gov/answers/accred.htm>

In a message dated 11/6/2008 9:27:23 A.M. US Mountain Standard Time, [REDACTED] writes:

Hi there,

Well we have \$500,000 to invest. How many investors do you already have and have you reached amount you need? Can I get a copy of the business plan?

ACC000096
AMADIN #7952

6/3/2009

Also, what is accredited?

Thank you,
Peggy

From: "Amadin7@aol.com" <Amadin7@aol.com>

To: [REDACTED]

Sent: Tuesday, October 28, 2008 3:10:29 PM

Subject: Re: Peggy, Re: Investment - Below is some basic information for accredited inves

Peggy,

Below is some basic information for accredited investors. Once you provide a statement that you are an accredited investor and are interested in my investment opportunity I can send you full business plans.

How much do you have to invest?

Please note we do not pay any fees or costs of the investor or to obtain the funds. Also any due diligence is your responsibility to perform and to pay for along with your attorney fees.

Any accredited investor(s) will get a 100% up front tax write off for their investment in one of my films due to a USA production incentive law passed by Congress, if they invest in 2008.

I have three qualified high quality entertainment projects with very good ROI for which I am seeking accredited investors for equity participation. I need a minimum \$3 million USD out of the \$30 million for the slate of film projects. You can get a guaranteed return in 50 weeks, which will be backed by equity in my projects to protect your investment. If you prefer, you can invest the full amount for one film, for \$10 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans. Each project has a solid business plan. I have business plans for your review as PDF files.

I now have a new source for financing my films. I just need \$800,000 USD and I can then get the rest from this equity investor in the USA .

In turn, I can provide you, the initial investor, a guaranteed return of \$1.6M USD in 6 - 12 months for use of your funds. The source guarantees the principal is safe and it will state that on the contract. For this option there is no equity or risk of your initial investment as it is just being used to meet the requirements of the primary investor. If for some reason the deal falls thru with this equity investor you would have your initial investment returned.

I would prefer a simple equity investment from one investor, but I want to offer another option to any investors who do not have \$10 million USD to invest as equity.

To introduce these great movies and provide an idea of the diverse and unique nature of the films, I created a brief video presentation. Any investors can view my 3 minute online video presentation of my three feature film projects:

<http://www.e-scension.com/video/video/show?id=985095:Video:15824>

I have a diverse slate of my top projects for you to consider together or separately. Some investors prefer a slate of films because it is another way to reduce risk. But that of course takes a larger investment to fully fund multiple projects. A slate of different projects is also a way to increase the odds of a break out hit movie. I am happy to explore investments of a single project or slate - whatever works best for your needs.

Please be advised that any US tax payer can write off 100% of their investment up front in qualified US

ACC000097
AMADIN #7952

6/3/2009

based film projects from a law passed by Congress. I have three projects that are qualified. You can invest and write off from \$3 million USD up to \$30 million for the slate of films. This is described in my business plans right after the Table of Contents - third page. A copy of the law is also included in my business plans - at the end of the profit potential section.

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Go to our web site at www.Amadin.biz ... Film and Television production from script to screen. The quality of our productions is built upon the foundation of an entertaining and meaningful story. With quality creative writing, visionary directing, powerful acting, beautiful visuals, moving music and other auditory elements, we collaboratively create compelling media whatever the format or its final destination.

Thank you. - Kyle Schmierer, writer-producer-director

01 (602) 218-5057 USA Amadin7@aol.com

In a message dated 10/28/2008 2:55:46 P.M. US Mountain Standard Time, [REDACTED] writes:

Well all I know is what is on your website about film making. I am interested in knowing more specifically about the investment; what is minimum amount, how much interest return and what time line. I have power of attorney over my parents money and they are not earning much with their current investments.

From: "Amadin7@aol.com" <Amadin7@aol.com>

To: [REDACTED]

Sent: Tuesday, October 28, 2008 2:19:41 PM

Subject: Peggy, Re: Investment

Peggy,

Please tell me what you know thus far so I may know where to begin.

What would you like to know about my project?

Thank you.

In a message dated 10/28/2008 2:17:28 P.M. US Mountain Standard Time, [REDACTED] writes:

I was referred to your website from one of the on-line investor networking groups, I don't remember from who exactly.

ACC000098
AMADIN #7952

From: "Amadin7@aol.com" <Amadin7@aol.com>
To: [REDACTED]
Sent: Monday, October 27, 2008 10:42:03 PM
Subject: Re: Investment

Peggy,

Please tell me what you know thus far and where you got my email so I may know where to begin.

Thank you.

In a message dated 10/27/2008 7:27:20 A.M. US Mountain Standard Time, [REDACTED] writes:

Hello,

Can you tell me more about this investment?

Thank you,
Peggy

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ACC000099
AMADIN #7952

6/3/2009

Peggy Scozzari

From: Peggy [REDACTED]
Sent: Thursday, December 11, 2008 12:24 PM
To: Peggy Scozzari
Subject: Fw: Peggy Re: [REDACTED] ??? Re: Investment
Attachments: UNKNOWN_PARAMETER_VALUE; \$300K-Initial

----- Forwarded Message -----

From: "Amadin7@aol.com" <Amadin7@aol.com>
To: [REDACTED]
Sent: Thursday, December 11, 2008 10:39:26 AM
Subject: Re: Peggy Re: [REDACTED] ??? Re: Investment

Peggy,

I have attached a brief investment proposal for you to review.

Please provide your full name and contact details.

Thank you. Kyle Schmierer, writer-producer-director www.Amadin.biz

602-218-5057

In a message dated 12/11/2008 8:22:30 A.M. US Mountain Standard Time, [REDACTED] writes:

Hi,

I am very interested in moving forward with this investment. I would like to see the complete business plan as well as review the investment contract.

Thank you,
Peggy

From: "Amadin7@aol.com" <Amadin7@aol.com>
To: [REDACTED]
Sent: Thursday, December 4, 2008 6:59:58 PM
Subject: Peggy Re: [REDACTED] ??? Re: Investment

Peggy,

Please review this offering that is also a legal 100% up front tax write off. I am happy to send you much more information including a complete business plan.

Do you have any clients that need a tax write off and a great investment?

I will give you 10% success fee for getting me an investor(s) to provide \$300,000 USD - the sooner the

ACC000100
AMADIN #7952

6/3/2009

better. The investor will get \$600,000 USD in 6-12 months when my loan is processed. That's a 100% ROI in less than a year and they are not involved in a more risky film investment. **If the investor is a US taxpayer they also get a 100% up front tax write off on their Federal Taxes from statute IRS SEC. 181.**

I am approved for a provider to finance my film "The ATMA Study." Everything is ready. I just need the \$300,000 USD to pay for my legal fees, due diligence, processing fee and other expenses until the loan is processed. This program is normally used for real-estate, but is now being used for other businesses. My lawyer has confirmed these fees are common with this type of finance deal and the real estate finance companies in particular.

I have a PDF of the business plan to provide any of your contacts and all my contracts are ready for the investors to sign.

If you are not interested or do not have time, perhaps you have some contact who would want to make some very good money very quickly.

Let me know. Thanks - Kyle Schmierer, writer-producer-director www.Amadin.biz

I now have new sources for financing my films. At a minimum I need \$300,000 USD. These funds would be used for legal fees, due diligence, and an application fee. The investor would get \$600,000 as soon as the deal goes thru and funds are delivered in 6-12 months.

If you prefer, you can invest the full amount for one film, for \$30 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans. Each project has a solid business plan. I have business plans for your review as PDF files.

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<http://www.e-scension.com/video/video/show?id=985095:Video:15824>

I have a diverse slate of my top projects for you to consider together or separately. Some investors prefer a slate of films because it is another way to reduce risk. But that of course takes a larger investment to fully fund multiple projects. A slate of different projects is also a way to increase the odds of a break out hit movie. I am happy to explore investments of a single project or slate - whatever works best for your needs.

Please be advised that any US tax payer can write off 100% of their investment up front in qualified US based film projects from a law passed by Congress. I have three projects that are qualified. You can invest and write off from \$300,000 USD up to \$15 million for one film. This is described in my business plans right after the Table of Contents - third page. A copy of the law is also included in my investment offering proposal.

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Thank you. - Kyle Schmierer, writer-producer-director

ACC000101
AMADIN #7952

6/3/2009

01 (602) 218-5057 USA Amadin7@aol.com

In a message dated 11/17/2008 10:30:21 P.M. US Mountain Standard Tim, Amadin7 writes:

In a message dated 10/27/2008 7:27:20 A.M. US Mountain Standard Time,
[REDACTED] writes:

Hello,

Can you tell me more about this investment?

Thank you,
Peggy

Get the Moviefone Toolbar. Showtimes, theaters, movie news & more!

Make your life easier with all your friends, email, and favorite sites in one place. Try it now.

Make your life easier with all your friends, email, and favorite sites in one place. Try it now.

ACC000102
AMADIN #7952

6/3/2009

Initial Development Investor Contract to invest in "The ATMA Study" feature film project

This investment contract details terms with respect to a private placement of equity securities of *ATMA Study Film Productions LLC* (the "Company") by an accredited investor, _____ (the "Investor").

The interests described in this investment contract will not be registered under the Securities and Exchange Act of 1933 or any local securities law and are described as for investment only and not with a view to resale or distribution. "Investor" receives "restricted" securities, meaning that the securities cannot be sold for at least a year without registering them.

The purchase of interests described herein entails a high degree of risk and is suitable for purchase only by those who are qualified investors who can afford a total loss of their investment. Further, risk factors should be carefully evaluated by each prospective purchaser of a limited liability company interest herein.

The contents of this investment contract are confidential and are disclosed pursuant to a confidential relationship and may not be reproduced or otherwise used except for the purpose intended herein.

ATMA Study Film Productions LLC is a limited liability company or LLC made up of a Manager (Kyle Schmierer) for the company, and various "Investors" who have purchased units in the "Company" to finance, produce and cause the distribution of a feature length motion picture tentatively titled, "*The ATMA Study*". This document details the following terms of purchase of interest in the "Company."

Issuer: *ATMA Study Film Productions LLC* (the "Company")

300 units of limited liability company interests are being offered. Each interest is worth \$100,000.00 USD for a total of \$30,000,00.00 USD.

Initial Development Investors may purchase three interests worth \$300,000 USD that will be used for development costs and to secure full financing of the project. These special Members may request a buyout of their interest shares upon the securing of full financing by the *ATMA Study Film Productions LLC* of \$30,000,000 USD. This buyout will be for a 100% ROI, which would be \$600,000 USD paid to buyout three interest shares purchased/invested at \$300,000 USD. These Initial Development Investors may also choose to reject the buyout and retain their Nonvoting Membership.

Investors/Amount of Investment: _____ units for a total of _____ USD

Type of Security: Investors receive "restricted" securities, meaning that the securities cannot be sold for at least a year without registering them.

The investors are further limited in that they have no say in the running of the limited liability company. "The Company" and specifically Kyle Schmierer maintains total control over the running of the business and total artistic control over the development, financing, and production of the motion picture. This includes spending money, maintaining books, hiring personnel, scheduling production, negotiating contracts, and all other activities necessary for completion of the project

Although the research and film may be used to promote and advance a major prime time one hour drama series (or other derivative products) for the major networks or other entities about the afterlife and other content in the film, this investment is limited to this one feature documentary film only.

Expenses: The "Company" and the "Investor" will each bear their own legal, due diligence and other expenses with respect to the transaction (except that the "Investor" will pay any fees and all expenses required to provide to the company the "Investor's" money to purchase units in the "Company").

Investor: _____ Initial _____ Date _____ Company: _____ Initial _____ Date _____

ACC000103
AMADIN #7952

The "Investor" shall be entitled review by their attorneys of material agreements, at the "Investor's" sole cost and expense, following the transaction; provided, however, that the Company shall have no obligation to provide such information to "Investor" if the Company reasonably determines that the information contains confidential information of the Company.

Distribution of revenues and allocation of profits & losses: Revenues from a motion picture will be derived from domestic and foreign theatrical distribution, sales to television, as well as money making ancillary rights, such as DVD and Blu-ray discs, pay cable and satellite television, soundtrack recordings, Internet downloads, etc.. Revenues received by the distribution company are called gross film receipts. Gross film receipts will be subject to distribution and merchandising costs (usually prints and advertising), as well as distributors percentage (as much as fifty percent). After these deductions, the gross film receipts shall equal net film receipts and shall be subject to production costs beyond the production financing limited liability company investment capital, such as loans, extended credit and deferred payments to talent and technical facilities; and the limited liability company overhead expenses.

Interest due under the terms of the Collateral Loan Program and all costs must be paid first before the film goes into profit and the investor is paid. After the foregoing deductions, the balance of net film receipts shall equal limited liability company distributable cash for the production financing limited liability company. Distribution of net profits received by the company will be as follows.

The "Investor" will be paid in direct proportion to the number of units they purchase up to 300 units, whereby 300 units is equal to 100% of profits due to all investors. Therefore 3 units are equal to 1% of the percentage of profits available to all investors.

The investors will be in first position. Ninety percent (90%) of the net producers' profits will be distributed to all investors until all their initial investment has been recouped, plus an additional 15% incentive. The remaining ten percent (10%) of net producers' profits will be used for continual marketing and distribution costs until all investors' money is returned. After 115% of all investors' investment is returned to them, all subsequent net producers' profits will be divided and shared 50% - 50% between all the investors and the "Company" Manager (Kyle Schmierer). Profits given to attract top acting talent and production crew will come from the "Company" Manager's share.

Initial Development Investor(s) have special options and terms. These investors may choose to take an early buyout of their Membership Interest in the "Company." In a buyout, the Initial Development Investor(s) will receive double the amount invested to yield a 100% ROI. The investor will be paid as soon as the film receives full financing of \$30 million USD from the Collateral Loan Program. After the full \$300,000 for development funds are secured, the estimated time to receive full financing from the Collateral Loan Program is between 6-12 months. The Investor(s) will then be notified and offered a buyout. If the Investor(s) accepts the buyout, they will receive 2(x) their original investment. Once the buyout is accepted and paid, all Membership Interest is immediately terminated. Should the Initial Development Investor(s) choose to not accept the buyout, then Nonvoting Membership shall continue under the all the provisions of this agreement and the LLC operating agreement. If for any reason the funding thru the Collateral Loan Program does not provide the full \$30 million to finance the project, then the investor will also retain their Membership.

Tax Consequences: It is the opinion of the "Company" that tax consequences of an investment in the limited liability company may vary depending on the investors personal tax status and citizenship, and the "Company" is not in a position to give tax advice or evaluate the tax consequences of this investment for any of the investors. The "Company" recommends that all prospective "Investors" must consult their personal tax advisors regarding the projected tax consequences of the investment.

Sale of Company Interests: The Interests offered hereby have not been registered under the Securities Act of 1933, or any applicable state securities laws. The Interests are transferable only with the consent of the "Company", subject to certain conditions including registration of the Interests under the Securities Act of 1933 and any state securities laws, or the receipt of an opinion of counsel that such registration is not required. "Investor" will have no rights to require registration of their Interests, the Interests may only be resold in transactions exempt from the registration requirements of federal and state securities laws.

Investor: _____ Initial _____ Date _____ Company: _____ Initial _____ Date _____

Rights and obligations of the "Investor": The "Investor" and "Company" have limited liability because their liability is limited to the extent of their capital contribution (i.e. their investment). The "Investor" is protected against any liability beyond their investment, such as over budget costs, loans to the production, and lawsuits. Any liability beyond the investors capital contribution will be assumed by the "Company."

The "Investor" is further limited in that he has no say in the running of the limited liability company. The "Company" Manager (Kyle Schmierer) maintains total control over the running of the business and total artistic control over the development, financing, and production of the picture. This includes spending money, maintaining books, hiring personnel, scheduling production, negotiating contracts, and all other activities necessary for completion of the project.

Rights and obligations of the "Company" Manager: The Manager (Kyle Schmierer) assumes total control over the running of the "Company." The Manager (Kyle Schmierer) maintains total control over the running of the business and total artistic control over the development and production of the film and its subsidiary products. This includes spending money, maintaining the books, hiring personnel, assembling components of the film package, negotiating a distribution deal, structuring the production company, and all other activities necessary for completion of the project.

Company records can be made available to the "Investor" upon written request. Statements of "Company" operations will be sent out to the "Investor" on a quarterly basis (four times a year) upon request.

Conflict of interest: The services of the Manager are non-exclusive. The Manager retains the right to be involved with other projects, even similar projects that may be in competition with the activities of the "Company."

Affirmations: The "Investor" hereby affirms that they have reviewed the business plan and Private Placement Memorandum for the film project tentatively titled "The ATMA Study." Furthermore, "Investor" has read, understands and agrees to all the warnings, provisions, and disclosures in the Private Placement Memorandum and affirms he is a sophisticated, accredited investor fully able to undertake such risks of an equity investment in the film "The ATMA Study." The "Investor" freely affirms their intention to purchase the number of units and in accordance with all the terms of this agreement.

"Initial Development Investor"

By Name: _____ Sign _____ Date _____

Title:

Address:

Phone:

Email:

"Company"

ATMA Study Film Productions LLC

By Name: Kyle Schmierer _____ Sign _____ Date _____

Title: Manager and writer-producer-director

Address: 15651 N. 27th Street, Ste, 218 Phoenix, AZ 85032 USA

Phone: (602)218-5057

Email: Amadin7@aol.com

ACC000105
AMADIN #7952

Initial Development Investor(s) for movie project - "The ATMA Study"

ATMA Study Film Productions LLC is seeking an initial \$300,000 USD investment from an accredited investor to pay for development cost. Specifically, the funds will be used to pay for fees and expenses for a funding program - the Collateral Loan Program. The film, "*The ATMA Study*", has been pre-reviewed for the program.

Initial Development Investor(s) will be paid back their initial investment plus profit. Investor(s) will receive \$600,000 USD - 100% ROI, as soon as film is fully funded. The full financing is estimated to take between 6-12 months.

Initial Development Investor(s) will purchase three Nonvoting Membership shares in the LLC worth \$100,000 each. These special Members may request a buyout of their interest share upon the securing of full financing for the *ATMA Study Film Productions LLC* of \$30,000,000 USD.

Investors can also write off 100% of their investment from their US Federal Taxes under the recently renewed law - IRS SEC. 181. (see Appendix for copy of statute).

The Collateral Loan Program

The minimum is \$10 million per project.

Total out of pocket fee = \$120K regardless of loan amount.

Under this program, the only non refundable fee is the processing fee - \$20K. This is paid AFTER Bentley Capital Funding reviews the project to see if it will be beneficial under the program. If they do not think it will be a good fit, no monies are due. If they feel there is a good fit AND you want to proceed for the required outside recommendation, the processing fee would be due. Processing includes packaging the projects according to the investor's standards. The projects will either be accepted or declined. If declined, you cannot resubmit for 6 months. If accepted, the client will move into due diligence. At this point, you know you are going to get funding unless you do not complete due diligence and formal application. Once the due diligence package is reviewed and the client wants to proceed, the client will enter formal application and SHOW proof but not yet surrender the \$100K due diligence fee. If the client does not want to proceed, no fees are due. If the client proceeds and completes the formal application within 7-10 days, the lender will issue a hard commitment to fund letter. The client has 10 business days to execute the commitment to fund letter. Within 48 hours of execution, the \$100K due diligence fee will need to be surrendered. At this point, once the wire posts, the client will put on the board to set a funding date and will be assigned a project manager.

At no time is the \$100K due until a guarantee to fund has been issued.

* Bentley Capital Funding has reviewed the project (see attached letter).

THIS DOCUMENT IS INFORMATIONAL IN NATURE AND IS NOT AN OFFERING TO SELL. IT IS BEING FURNISHED TO YOU BY REQUEST ONLY AND NO INFORMATION WITHIN SHOULD BE CONSTRUED AS A SOLICITATION FOR ANY OFFERING TO INVEST BY ANYONE RECEIVING IT.

Budget for Collateral Loan Program fees

\$20,000 - processing fee for Sarah Bentley: Office-410.630.3370
Bentley Capital Funding 9006 Labrador Lane, Ellicott City, Maryland
www.bentleycapitalfunding.com Ph: 888-676-7393

\$100,000 - due diligence fee for Collateral Loan Program; must show proof of funds but money is only given over after legal letter of commitment to fund is made

\$50,000 - legal fees for due diligence and negotiations with program providers

\$130,000 - expenses (finder's fee, finance fees, travel, research/due diligence costs, living expenses, office expenses, etc.)

\$300,000 Total

100% ROI = \$600,000 in 6-12 months

Appendix

- 1.) Letter from Bentley Capital Funding
- 2.) Tax write off – copy of Federal Statute, IRS SEC. 181.
- 3.) Variety article on the recent extension of the tax write off law for films
- 4.) Collateral Loan Program Overview

Ellicott City, Maryland
www.bentleycapitalfunding.com



Phone/Fax: 888-676-7393
info@bentleycapitalfunding.com

November 21, 2008

Kyle Schmierer
15651 N. 27th Street, Ste. 218
Phoenix, AZ 85032

Dear Mr. Kyle Schmierer:

The Collateral Loan Program does not require project principals to be monetarily invested in the project nor are they required to cross-collateralize to get the funding they need. All required collateral is provided by third parties. Principals stay in control of their projects without giving up equity positions. This is a non-recourse loan with interest-only payments made over a ten-year period. Principals may have a deferment option for up to three years upon approval. No prepayment penalty is imposed at any stage.

Bentley Capital Funding has presented your movie project, "*The ATMA Study*" for consideration for funding through the Collateral Loan Program. Based on our initial review of your project it will be accepted and presented to our investors for full approval. Once a project is accepted at this stage and presented to the investors, the chance that the project will be funded is greater than 90%.

Please advise if you would like to move forward with final approval. The attached processing agreement will need to be signed and returned.

Please understand this letter is not a commitment by Bentley Capital Funding. The terms of the financing are set by the applicable lender, and not BCF. BCF does not guarantee a minimum approval amount for the financing request, nor does it guarantee that the financing will be approved.

We look forward to hearing from you soon.

Sincerely:

Sarah Bentley
CEO

Bentley Capital Funding

ACC000108
AMADIN #7952

In addition to the investment benefits in the Business Plan, there are special tax benefits for investors in my film project. Part of my team of film professionals includes a Tax Advisor and Producers' Representative, who have many years of industry experience, including with major studios. They have some tried and true options for you the investor to consider.

After speaking at length with my Tax Advisor, he assured me my projects are eligible for the 100% tax deduction for US Federal tax payers. This means that 100% of whatever you invest can be deducted that year which will reduce the taxes you or your business has to pay.

Currently, production must begin before December 31, 2008 to qualify, but the law has been extended. You can rest assured that you or your business can invest in my project and receive the great additional benefit of lowering the tax bill. You as an individual or your business can be the investor, and thus receive the tax write off. This allows money otherwise lost in taxes to work for you as a lucrative investment.

Below, I have included a copy of the IRS Film & TV Tax Incentive Statute.

We are dedicated to creating the best film and the best investment opportunity for our investors. Our goal and determined intent is to provide you with great returns and work on many more films in the future with you.

Sincerely, Kyle Schmierer writer-producer-director www.Amadin.biz

Email: Amadin7@aol.com

Phone: (602) 218 - 5057

Sec. 181. Treatment of Certain Qualified Film and Television Productions

From TaxAlmanac, A Free Online Resource

Location in Internal Revenue Code

TITLE 26 - INTERNAL REVENUE CODE

Subtitle A - Income Taxes

CHAPTER 1 - NORMAL TAXES AND SURTAXES

Subchapter B - Computation of Taxable Income

PART VI - ITEMIZED DEDUCTIONS FOR INDIVIDUALS AND CORPORATIONS

ACC000109
AMADIN #7952

Statute

Sec. 181 Treatment of Certain Qualified Film and Television Productions.

(a) Election To Treat Costs as Expenses.--

(1) In general.--A taxpayer may elect to treat the cost of any qualified film or television production as an expense which is not chargeable to capital account. Any cost so treated shall be allowed as a deduction.

(2) Dollar limitation.--

(A) In general.--Paragraph (1) shall not apply to any qualified film or television production the aggregate cost of which exceeds \$15,000,000.

(B) Higher dollar limitation for productions in certain areas.--In the case of any qualified film or television production the aggregate cost of which is significantly incurred in an area eligible for designation as--

(i) a low-income community under section 45D, or

(ii) a distressed county or isolated area of distress by the Delta Regional Authority established under section 2009aa-1 of title 7, United States Code, subparagraph (A) shall be applied by substituting '\$20,000,000' for '\$15,000,000'.

(b) No Other Deduction or Amortization Deduction Allowable.--With respect to the basis of any qualified film or television production to which an election is made under subsection (a), no other depreciation or amortization deduction shall be allowable.

(c) Election.--

(1) In general.--An election under this section with respect to any qualified film or television production shall be made in such manner as prescribed by the Secretary and by the due date (including extensions) for filing the taxpayer's return of tax under this chapter for the taxable year in which costs of the production are first incurred.

(2) Revocation of election.--Any election made under this section may not be revoked without the consent of the Secretary.

(d) Qualified Film or Television Production.--For purposes of this section--

(1) In general.--The term 'qualified film or television production' means any production described in paragraph (2) if 75 percent of the total compensation of the production is qualified compensation.

(2) Production.--

(A) In general.--A production is described in this paragraph if such production is properly described in section 168(f)(3). For purposes of a television series, only the first 44 episodes of such series may be taken into account.

(B) Exception.--A production is not described in this paragraph if records are required under section 2257 of title 18, United States Code, to be maintained with respect to any performer in such production.

(3) Qualified compensation.--For purposes of paragraph

(1)--

- (A) In general.--The term 'qualified compensation' means compensation for services performed in the United States by actors, directors, producers, and other relevant production personnel.
 - (B) Participations and residuals excluded.--The term 'compensation' does not include participations and residuals (as defined in section 167(g)(7)(B)).
- (e) Application of Certain Other Rules.--For purposes of this section, rules similar to the rules of subsections (b)(2) and (c)(4) of section 194 shall apply.
- (f) Termination.--This section shall not apply to qualified film and television productions commencing after December 31, 2008.

Sources

Pub.L.108-357, Section 244, October 22, 2004.

Miscellaneous

EFFECTIVE DATE OF 2004 AMENDMENTS

Effective Date.--The amendments made by this section shall apply to qualified film and television productions (as defined in section 181(d)(1) of the Internal Revenue Code of 1986, as added by this section) commencing after the date of the enactment of this Act.

Posted: Fri., Oct. 3, 2008, 2:51pm PT

Hollywood gets bailout break

Tax credit sneaks into Friday's approved bill

By CYNTHIA LITTLETON

Tax incentive legislation aiding Hollywood was tucked into the mammoth \$700 billion bailout plan signed into law Friday by President Bush.

The legislation, originally enacted in 2004 in an effort to stem runaway production, extends and expands an existing federal domestic production tax credit that had been set to expire at the end of this year. The credit was also modified to allow the incentive to be applied as an immediate deduction of the first \$15 million spent on any film or TV program produced in the United States.

Previously, the incentive was only available to productions with a total cost of under \$15 million. The modification is retroactive to January, allowing many more productions to take advantage of the incentive this year.

The legislation also increases the single-year deduction in production costs, from \$15 million to \$20 million, that film and TV productions may take if the costs are incurred in designated economically depressed areas.

The incentive was extended through December 2009. The projected cost of the incentive over 10 years is \$478 million.

MPAA chief Dan Glickman hailed the legislation as being well timed to keep the film and TV biz working.

"This puts our industry, which employs 1.5 million Americans, on equal footing under the tax code with other leaders of the U.S. economy and will help keep jobs and film production here in the United States," he said.

DGA prexy Michael Apte echoed Glickman's sentiment.

"Given the very tough economic climate affecting every sector of this economy, we are extremely grateful that this legislation will help save so many jobs that would have otherwise been sent abroad as a result of runaway production," Apte said.

Jean Prewitt, prexy and CEO of Independent Film & Television Alliance, said the legislation came after a year-long push by the industry's anti-runaway production coalition.

She noted that the incentive's "targeted provisions have proven to be of real assistance in keeping independent production and jobs here in the United States."

(The Associated Press contributed to this report.)

Collateral Loan Program

PROGRAM HIGHLIGHTS

Collateral lending is ideal for businesses that **cannot** provide sufficient collateral to secure a standard commercial loan. This collateral program makes it possible to successfully receive 100% capital funding, without any collateral from the client. The principals stay in control of their project without any outside partnerships or sharing of net revenues.

- Loan Sizes: \$10 Million to \$2 Billion – for projects requesting funding above \$2 Billion, program will fund project at a max \$2 Billion dollar per stage.
- No collateral from client – collateral is provided from third parties
- Payments are made over a 10 year period based on the loan amount
- Interest is Libor plus 0 – 3% (average rate of interest is 6.5%)
- All types of projects are eligible
- Capital for new companies or expansion
- Project financing for projects located throughout the world
- Non-Recourse loan
- No penalties for early pre-payment at any stage
- Principal is Self – Liquidating (see Program Funding Summary)
- Bank issues a loan to Client
- Closing time is 3 to 10 months

The collateral program is for projects that require a long start-up period before launching.

This program offers a deferment period ranging from 1-3 years. During the period of deferment, the Borrower/Company **does not** have to pay any interest or minimum payments. This is true even if your project is capable of repaying the loan (of any amount) in full within 3-4 years after launching. The standard length of loan is for 10 years.

COLLATERAL LOAN

The Collateral Loan Program, commonly called the "CD PROGRAM", is an established system of financing that uses traditional banking mechanisms as its fundamental components. The result is a stable structure that procures 100% monetary instrument collateral for project financing. Using a well calculated and balanced approach, the program provides highly competitive benefits and profits to all participants.

A CD/MTN (Certificate of Deposit/ Medium Term Note) is merely a financial instrument that is backed by cash, and is freely transferable. The general structure of using the CD/MTN as a collateral instrument has existed for 50 years. Naturally, there are many firms and brokers who have used or attempted to use CD/MTN instruments as collateral in one way or another. Some professional firms have been successful, but many inexperienced intermediary brokers have failed.

The "Program" itself is a mechanism of structuring third party collateral into the loan or funding package for project financing. Since this structure must be implemented through a series of complex legal contracts between multiple participants in the transaction, the CD/MTN Program must be managed by a licensed law firm.

The particular group of Providers and their investors who we work with have specialized in the system for over 20 years. The providers and investors are required by contract to participate in the program for a minimum of 5 years, so it is a well established system with reliable participants.

The "No Interest Loan Program" is one of the fastest systems for capital loans, using collateral from a third party investor, because the investor provides collateral by means of a "deposit" to purchase a "certificate of deposit" (CD), the investor is called a "Depositor". The end result of the transaction is the equivalent of an "interest free" loan (from the point of view of the client) in most cases, where the Client repays only a discounted amount of Capital, with minimal risk and maximum benefit to both the bank and the company.

The primary function of the structure is to procure collateral from a third party at a "discount", and arrange for it to be paid for by the Borrower Company from the loan funds at the time of closing.

The result of the structure is that Borrower receives a net amount of capital that it needs to implement its project at a cost lower than a traditional loan, the Depositor receives immediate repayment of the collateral plus profits, and the bank receives full collateral backing of the total principal amount of the loan.

The ability of the structure to reliably generate a "win-win-win" transaction for all participants is made possible by the fact that the CD/MTN instrument used as collateral doubles in value over a 10 year period. This increase in value from maturity of the CD/MTN makes it possible to provide real and tangible benefits for all parties to the transaction.

All other expenses related to structuring the loan and procuring the collateral are added to the amount of the loan, to ensure that they are paid from the loan at closing.

Depositors are multinational corporations and consortiums of trusts and pension funds, which have billions of dollars in liquid assets. They have contractual and legal obligations to make these funds work for maximum profits. For such capital resources, direct investment in projects is too "high risk", too "low return", and too much time to wait. Accordingly, they categorically refuse to finance actual projects or invest funds directly, as a matter of principle and policy

Instead, Depositors accomplish their goals through purchasing collateral for use in loan transactions. Within about 24 hours, with no risk whatsoever, the Depositor receives 50% of its money back in "cash", plus the "interest certificates" of the CD/MTN as repayment of the other 50%, which Depositor then sells to a pre-arranged "exit purchaser" for a profit.

Peggy Scozzari

From: Peggy [REDACTED]
Sent: Thursday, January 15, 2009 3:01 PM
To: Peggy Scozzari
Subject: Fw: Peggy Re: [REDACTED] ??? Re: Investment

----- Forwarded Message -----

From: "Amadin7@aol.com" <Amadin7@aol.com>
To: [REDACTED]
Sent: Wednesday, January 14, 2009 11:23:44 AM
Subject: Re: Peggy Re: [REDACTED] ??? Re: Investment

Peggy,

Yes, please contact me as soon as you get back.

Now I need you to send me your full name and contact details.

Thank you. Kyle

In a message dated 1/14/2009 11:22:06 A.M. US Mountain Standard Time, [REDACTED] writes:

Hi there,

I just wanted to touch base with you and let you know I am still interested in making an investment with you. I hope you still have availability.

I will be going out of town again for a few weeks, but I will contact you when I get back.

From: "Amadin7@aol.com" <Amadin7@aol.com>
To: [REDACTED]
Sent: Thursday, December 11, 2008 10:39:26 AM
Subject: Re: Peggy Re: [REDACTED] ??? Re: Investment

Peggy,

I have attached a brief investment proposal for you to review.

Please provide your full name and contact details.

Thank you. Kyle Schmierer, writer-producer-director www.Amadin.biz

602-218-5057

In a message dated 12/11/2008 8:22:30 A.M. US Mountain Standard Time, [REDACTED] writes:

ACC000116
AMADIN #7952

6/3/2009

Hi,

I am very interested in moving forward with this investment. I would like to see the complete business plan as well as review the investment contract.

Thank you,
Peggy

From: "Amadin7@aol.com" <Amadin7@aol.com>
To: [REDACTED]
Sent: Thursday, December 4, 2008 6:59:58 PM
Subject: Peggy Re: [REDACTED] ??? Re: Investment

Peggy,

Please review this offering that is also a legal 100% up front tax write off. I am happy to send you much more information including a complete business plan.

Do you have any clients that need a tax write off and a great investment?

I will give you 10% success fee for getting me an investor(s) to provide \$300,000 USD - the sooner the better. The investor will get \$600,000 USD in 6-12 months when my loan is processed. That's a 100% ROI in less than a year and they are not involved in a more risky film investment. **If the investor is a US taxpayer they also get a 100% up front tax write off on their Federal Taxes from statute IRS SEC. 181.**

I am approved for a provider to finance my film "The ATMA Study." Everything is ready. I just need the \$300,000 USD to pay for my legal fees, due diligence, processing fee and other expenses until the loan is processed. This program is normally used for real-estate, but is now being used for other businesses. My lawyer has confirmed these fees are common with this type of finance deal and the real estate finance companies in particular.

I have a PDF of the business plan to provide any of your contacts and all my contracts are ready for the investors to sign.

If you are not interested or do not have time, perhaps you have some contact who would want to make some very good money very quickly.

Let me know. Thanks - Kyle Schmierer, writer-producer-director www.Amadin.biz

I now have new sources for financing my films. At a minimum I need \$300,000 USD. These funds would be used for legal fees, due diligence, and an application fee. The investor would get \$600,000 as soon as the deal goes thru and funds are delivered in 6-12 months.

If you prefer, you can invest the full amount for one film, for \$30 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans. Each project has a solid business plan. I have business plans for your review as PDF files.

To introduce these great movies and provide an idea of the diverse and unique nature of the films, I created a brief video presentation. Any investors can view my 3 minute online video presentation of my three feature film projects:

<http://www.e-scension.com/video/video/show?id=985095:Video:15824>

I have a diverse slate of my top projects for you to consider together or separately. Some

ACC000117
AMADIN #7952

6/3/2009

investors prefer a slate of films because it is another way to reduce risk. But that of course takes a larger investment to fully fund multiple projects. A slate of different projects is also a way to increase the odds of a break out hit movie. I am happy to explore investments of a single project or slate - whatever works best for your needs.

Please be advised that any US tax payer can write off 100% of their investment up front in qualified US based film projects from a law passed by Congress. I have three projects that are qualified. You can invest and write off from \$300,000 USD up to \$15 million for one film. This is described in my business plans right after the Table of Contents - third page. A copy of the law is also included in my investment offering proposal.

We at Amadin specialize in producing media with meaning of the highest quality for less than Hollywood Studios. We specialize in creative, innovative, out of the box thinking and utilizing the best of the past with the latest technology. We adapt quickly to changes in production and exhibition, yet always maintain focus on our core business - creating quality content for the global market.

Go to our web site at www.Amadin.biz ... Film and Television production from script to screen. The quality of our productions is built upon the foundation of an entertaining and meaningful story. With quality creative writing, visionary directing, powerful acting, beautiful visuals, moving music and other auditory elements, we collaboratively create compelling media whatever the format or its final destination.

Thank you. - Kyle Schmierer, writer-producer-director

01 (602) 218-5057 USA Amadin7@aol.com

In a message dated 11/17/2008 10:30:21 P.M. US Mountain Standard Tim, Amadin7 writes:

In a message dated 10/27/2008 7:27:20 A.M. US Mountain Standard Time, [REDACTED] writes:

Hello,

Can you tell me more about this investment?

Thank you,
Peggy

Get the Moviefone Toolbar. Showtimes, theaters, movie news & more!

Make your life easier with all your friends, email, and favorite sites in one place. Try it now.

ACC000118
AMADIN #7952

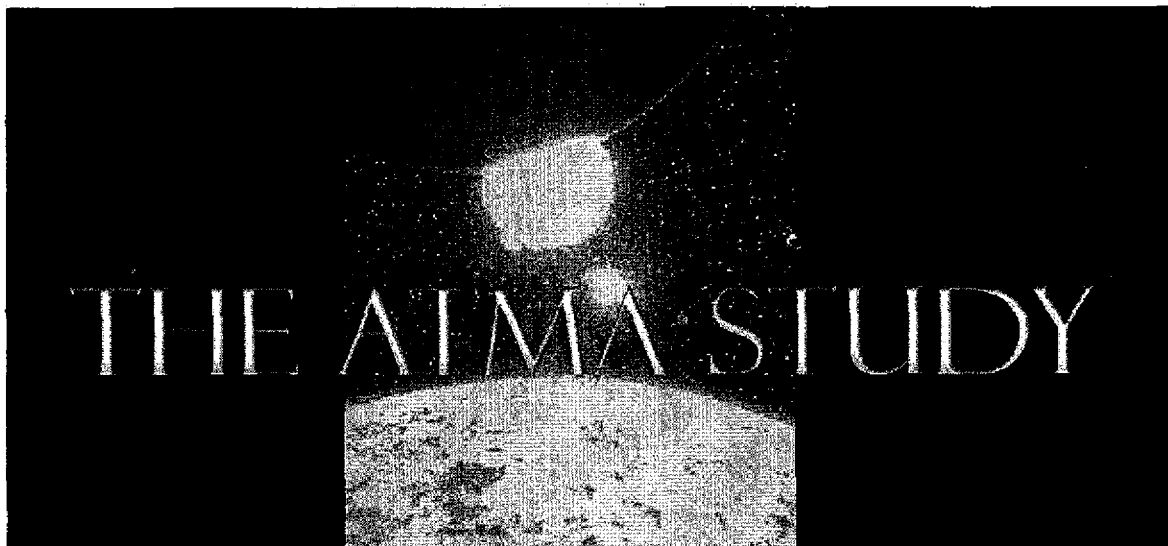
6/3/2009

Make your life easier with all your friends, email, and favorite sites in one place. Try it now.

A Good Credit Score is 700 or Above. See yours in just 2 easy steps!

ACC000119
AMADIN #7952

6/3/2009



ACC000001
AMADIN #7952

THE ATMA STUDY

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ADDENDUM to Business Plan for "The ATMA Study"
Tax Benefits for Investors:

In addition to the investment benefits in the Business Plan, there are special tax benefits for investors for film projects.

Part of my team of film professionals includes a Tax Advisor and Producers' Representative, who have many years of industry experience, including with major studios. They have some tried and true options for you the investor to consider.

After speaking at length with my Tax Advisor, he assured me my projects are eligible for the 100% tax deduction for US Federal tax payers.

This means that 100% of whatever you invest can be deducted that year which will reduce the taxes you or your business has to pay.

Currently, production must begin before December 31, 2008 to qualify, although the law could be extended.

My film industry Tax Advisor also has another backup method to also legally deduct 100% of your investment. This second method is more complicated, but he has successfully used it with many clients in the past. With both these plans, you can rest assured that you or your business can invest in my project and receive the great additional benefit of lowering the tax bill. You as an individual or your business can be the investor, and thus receive the tax write off. This allows money otherwise lost in taxes to work for you as a lucrative investment.

In the Business Plan at the end of the Profit Potential section, I have included a copy of the IRS Film & TV Tax Incentive Statute. Please remember that we have two ways to provide the investor with a tax write off for 100% of your investment in addition to a profitable investment opportunity.

We are dedicated to creating the best film and the best investment opportunity for our investors. Our goal and determined intent is to provide you with great returns and work on many more films in the future with you.

Sincerely, Kyle Schmierer writer-producer-director www.Amadin.biz

Email: Amadin7@aol.com
Phone: (602) 218 - 5057

EXECUTIVE SUMMARY

You, the prospective investor, are presented with an opportunity to be a part of an exciting and profitable movie making experience. **A film that is of equal or greater value than a mainstream \$45 million dollar budget Hollywood movie will be made for \$10 million.** The writer-producer-director, Kyle Schmierer, has not only come out of the internationally acclaimed NYU Filmmaking Program, but is also a seasoned Hollywood veteran.

Have you ever wondered why you are here on Earth? Or what happens when you die? Is there life after death? What if you could travel thru time, experience the afterlife, and explore mysterious realms? You can. *The ATMA Study* is a feature documentary and book project based upon research on the afterlife and past lives. This groundbreaking film is an immensely entertaining and fascinating exploration of central questions like these that every person on the planet has. This entertaining film is part of the feature documentary genre that has increasingly produced immense revenue. With your crucial participation, a high quality and entertaining feature film will be produced, marketed, and sold for worldwide distribution and high profits.

Proposed Business

The ATMA Study PRODUCTIONS, is offering an investment opportunity ranging from \$10,000 USD (1 Unit) up to \$10 million USD (1,000 Units) in the production, marketing, and distribution of the commercially viable independent feature film entitled, *The ATMA Study*. The \$10 million figure includes the added cost of computer generated digital effects and dramatic recreations with actors. All investments will be secured through a Private Offering Memorandum, ('The POM'), where investors will retain an ownership position in the film. You the investor will be in first position. Ninety percent (90%) of the net producers' profits will be distributed to you until all your initial investment has been recouped, plus an additional 15% incentive. The remaining ten percent (10%) of net producers' profits will be used for continual marketing and distribution costs until all your money is returned. After 115% of your investment is returned to you, all subsequent net producers' profits will be divided and shared 50% - 50% between the investors and the Production Team. A thorough analysis indicates that *The ATMA Study* is conservatively projected to provide a 213% ROI. By using a similar type of independent film of a comparable budget that was moderately financially successful as a model, *Bowling for Columbine*, an investment of \$10 million will yield \$31.355 million dollars for you. But the film has the potential to become a huge hit and produce more than a 1,500 % ROI.

Objective

By producing a high quality and broadly appealing independent feature film at a lower cost than the competition, the risk will be minimized and the profit potential maximized for you the investor. A film that is of equal value or greater than a mainstream Hollywood film will be made for a fraction of the cost. Through the collaborative efforts of an experienced, resourceful and professional production team, and with the vision of a talented writer-director, this challenging objective will be achieved. Using a new business model and out of

the box thinking it can, and with your participation, it will be realized successfully. By working harder and smarter, by being more efficient with your money, by fully utilizing the advances in digital technology, by lowering the upfront cost and your risk through negotiations and profit participation of key cast and crew, and powered by a passion for filmmaking - there is a high probability of success.

The Product

A feature length English language film and cross promoting book titled, *The ATMA Study*, will be made for the global entertainment market. This movie is part of the increasingly successful documentary genre. This motion picture project is tailored for a PG-13 rating in the United States. *The ATMA Study* is a cutting-edge movie, and will capture critical and commercial success from the entertaining and meaningful story, quality creative writing, visionary directing, powerful real life events, and beautiful visuals and compelling auditory elements. The film targets a broad demographic of movie patrons of young and old - males and females. This captivating and very marketable story is part of the growing and very popular and profitable reality genre. With the strong subject matter addressing the central questions every person in the planet has, *The ATMA Study* will have broad, mass appeal around the world.

Market

The Production Team will fully exploit all the markets of the film, in order to maximize the investor's rate-of-return. The three primary markets for this film are the domestic theatrical market, the foreign film market, and the wide array of ancillary markets including Home Video/DVD, Cable Television, and the Internet. Independent films have been steadily gaining market share since the 1990s. **In 2000, the worldwide market for independent films was estimated to be over \$4.3 billion dollars. That is up from \$3 billion in 1996. With the studios (Disney, Warner, Universal, etc.) cost rising and the emphasis on mega-budget "event" pictures, the market niche for independent films will continue to dramatically increase.** The development of digital distribution and the Internet promises even greater demand and greater cost savings. The time is right to make cost-effective films on smaller budgets for the growing global market. Audiences worldwide are always hungry for a good story with meaning. *The ATMA Study* is the perfect project to fill that demand. **The ATMA Study PRODUCTIONS** promises to keep this film an independent production in order to maintain the highest quality of storytelling and filmmaking, and thus maximize the potential for extraordinary profits.

Production

The Production Team believes in high-standards and quality filmmaking. We aim to accomplish all production requirements efficiently and on time, with the utmost quality and entertainment value. By defraying costs through profit participation for key cast and crew, by remaining a nonunion independent production, by securing corporate sponsorships, product placements, and negotiated discounts/contributions of services and equipment, and by utilizing many other strategies to do more with less money, *The ATMA Study* will have a production value significantly higher than its actual cost. This is good news to investors who stand to benefit from a larger profit margin.

THE ATMA STUDY

PROJECT SUMMARY

Genre: Feature documentary – science, religion, spirituality, history

Story: Have you ever wondered why you are here on Earth? Or what happens when you die? Is there life after death? What if you could travel thru time, experience the afterlife, and explore mysterious realms? You can.

The ATMA Study is a feature documentary, book and a scientific research study on the afterlife. This groundbreaking film is an immensely entertaining and fascinating exploration of central questions like these that every person on the planet has.

Thru the research we will investigate what are the apparent past lives of patients. We look at these amazing stories from the study subjects and search for evidence in historical records, like grave stones, birth records or property deeds. It's a compelling story with time travel and travel to other worlds, but thru hypnosis. *The ATMA Study* is an investigation into the deepest mysteries of the universe.

Locations: worldwide

Budget: \$10 million

Filmmaker: Kyle Schmierer is an exceptionally talented, award winning filmmaker & storyteller. He is adept in different genres and styles: including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and Internet promotion pieces. He brings to Amadin the finest credentials as a Producer-Writer-Director-Cinematographer, and AVID Editor. He has well over a decade of Film & TV industry experience.

Kyle went to New York University to study filmmaking, has worked several years in Hollywood and around the world, and was a Film & HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina.

Some credits include two special documentary format programs on the Philippines, which he directed, shot and edited for an internationally broadcast television show, "Word in the World." Kyle also directed, shot, and redesigned this series, as well as creating a new show opening. This TV program had more than 4 million estimated viewers in the United States alone. He has also made two Independent feature films in addition to many other projects. This is just a partial listing of Kyle's incredible talent.

To view his reel, resume, reference letters and more go to: www.Amadin.biz

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Listed below are samples of some possible key crewmembers. They are examples of the highly skilled, talented and experienced professionals that will be used in the making of *The ATMA Study*. When the project is fully financed we will begin to solicit, negotiate, and then hire as independent contractors, the best crew available in Hollywood and around the world. Film professionals are freelancers and thus their participation is subject to their availability. Even though we are a non-union production, independent films can and do employ people from the unions or others with extensive experience, skills, and talent within their specific departments. The artistic challenge of the film and the profit sharing inducement will allow us to get excellent talent for much less upfront cost than the studios stuck in rigid union contracts and high overhead. The current extreme excess of labor and intense competition in the industry will also help us get high quality for less.

Profit sharing to attract the cast and crew for the film will come out the producers' shares thus the investors will be getting the benefit of a high quality film for a fraction of the studio cost. A small elite group of guerrilla/special-forces style professional filmmakers will make a magnificent film that looks to be at least \$45 million for a mere \$10 million. Being more efficient, using a new business model and fully utilizing the dramatic advances in digital technology makes this possible today.

Composer: Cato of Creative Soundscapes is in continual demand, not just for films and television, but his music is also frequently requested for feature film marketing, (previews), and commercials. Recent successes include working for Ford, and Budweiser. In addition, his music was used to market the feature films: *The Mummy Returns*, *The Phantom Menace* (Star Wars), *Jurassic Park 3*, *Thirteen Days*, *The Cell*, *Scary Movie*, and many more. When composing, he brings along his additional background as a sound designer and producer of electronic music.

Costume Designer: Bonnie Stauch has dressed a long list of high-profile actors for feature films and television. They include: James Coburn, Priscilla Presley, Roy Scheider, Judge Reinhold, Jim Belushi, William Dafoe, Lou Diamond Phillips, John Lithgow, Paul Sorvino, Hilary Swank, Roger Moore, and Martin Sheen. With dozens of quality independent films and television programs on her resume, she has the experience needed to dress her actors so they are believable and interesting to watch.

Production Designer: Amanda Bernstein's list of credits include *Gladiator*, *The Beach*, *The Bone Collector*, *The Return of the Thief of Baghdad*, *Alice Through the Looking Glass*, *The Phantom Menace* (Star Wars), *Amy Foster*, *Toys*, *A Fish Called Wanda*, *Cry Freedom*, and *White Mischief*, to name a few. Her vast experience, perfectionism, and ability to translate the director's vision to the set, make her one of the leading and most sought after talents in her field today.

Make-Up/Special Effects Artist: Eric D. Leal had the skills needed to add the exciting visual realism to our actors that our film requires. A graduate of the world-renowned, Elegance International Academy of Professional Make-Up, in Los Angeles, he had worked on over half a dozen independent feature films. This highly trained theatrical make-up artist and chemist, currently works on projects that utilize his unique skills, which go beyond regular make-up. Those talents include: prosthetics, mold making, face impressions, bullet-wounds, character- creation, scars, tattoos, and much more.

Sound: Paul Vik Marshall, C.A.S., production sound-mixer has been making quality feature films and television sound better for over a decade. Some of his credits include: *The Thief of Baghdad*, *Newsbreak*, *Sugar Town*, *American History X*, *Buddy Boy*, *The Adventures of Tom Sawyer*, *Buffy the Vampire Slayer*, *Power Rangers*, *Baywatch*, and *Babylon 5*. Colleagues have referred to him as, "... the complete sound package."

The ATMA Study

Feature Film Documentary Treatment

Have you ever wondered why you are here on Earth? Or what happens when you die? Is there life after death? What if you could travel thru time, experience the afterlife, and explore mysterious realms? You can.

"The ATMA Study" is a feature documentary and a research study on the afterlife and past lives. This groundbreaking film is an immensely entertaining and fascinating exploration of central questions like these that every person on the planet has.

Thru the research we will investigate what are the apparent past lives of patients. We look at these amazing stories from the study subjects and search for evidence in historical records, like grave stones, birth records or property deeds. It's a compelling story with time travel and travel to other worlds, but thru hypnosis. "The ATMA Study" is an investigation into the deepest mysteries of the universe.

Yet the truly groundbreaking thing about this film is that each of the patients' stories of their past lives and the evidence found is real and documented. An actual research study using real study subjects will be initiated and documented in the film. So this scientific approach takes the film away from religion, dogma and personal opinion and opens it to a wide global audience.

Along with documenting the research project to show evidence of past lives, the documentary will have interviews from different religious traditions and celebrities that believe in past lives.

The real hypnosis regression sessions will be intercut with interesting interviews, powerful computer visual effects, and dramatic recreations of these past lives.

This film follows the research project as we investigate life, death, the afterlife, and the possibility of reincarnation. We will perform the regressions with each patient in the study and supervise the research. We will do the leg work to search for evidence of past lives. We will go wherever in the world the trail of clues from each case takes us.

This movie is based on the real experiences of real people used as a study subject/patient. These very powerful, profound and dramatic true life stories from study subjects will then be used as the foundation for our film. The people regressed via hypnosis, their regression sessions, and any evidence obtained will all be real and documented.

The most amazing stories of all types and fascinating times in history thru the eyes of real people who were there ... with powerful meaning and universal insight- that is what "The ATMA Study" is all about. It is a look at the past, the afterlife and other realms that helps us live now and create a better future.

These regression sessions utilizing hypnosis and the stories that come from them are not just voyeuristic entertainment - although the stories are always incredibly entertaining, fascinating and captivating. As people are regressed back to their past lives, they learn valuable life lessons, come to understand that death is merely a transition, and often their lives change dramatically for the better.

Regardless of one's theories of the phenomenon, the fact is that many people get therapeutic benefits to mind, body, or spirit from past life regressions and some truly amazing cures have occurred. The stories are always profound and deeply moving - intimately personal stories that are at the same time universal in illuminating the human condition and the cosmos.

A variety of people (gender, race, age, background, nationality, etc.) will be selected as study subjects to profile in the film. The best of the stories from these real patients that work best for the overall story will be selected. There are an unlimited number of captivating stories that cover a huge variety of topics: love stories, wars, betrayals, life lessons, personal conflicts, talents, obsessions, past life traumas that correlate with present life illness and phobias, to even things such as possessions by spirits, ghosts or malevolent entities.

Because the lives, events and experiences that are most easily remembered in regressions are the most significant, traumatic and prescient, these stories will be very dramatic, intense and meaningful. Hypnotic regression is a way to tap into history, not as scholars and politicians interpret it, but as everyday people have experienced it. Through hypnosis, some subjects are able recall the existence between lifetimes which illuminates the meaning, purpose and lessons of their lives. Thru their recollections we even are able to glimpse how the universe functions.

Hypnosis is a proven and ancient technique that accesses the person's subconscious mind. In so doing, with the patient's cooperation, hypnosis can help heal their mind, body and spirit. The word hypnosis originates from ancient Greece - meaning to artificially produce a sleep like state. Hypnosis is not limited to ancient Greece or the past. In fact, it is an accepted modern therapeutic practice used and even taught in Universities by professors. It's not magic, trickery, mind control, or mental manipulation. Although the results can seem magical, this is due to our still infantile understanding of the human mind and spirit, and their connection to the body.

"The ATMA Study" is a dramatic feature film that is a highly entertaining combination of documentary elements, dramatic recreations, and real life historical events. This innovative and ground breaking project is sure to be a global hit that will positively change lives as it entertains and uplifts viewers around the world.

Origins of The ATMA Study

Hi, my name is Kyle Schmierer. I am an award winning writer-producer-director and the creator of "The ATMA Study."

The idea for this film: "The ATMA Study" came to me when I was becoming a certified hypnotherapist and then performed several past life regressions for others. Every time I was deeply moved, fascinated and learned tremendously from the past lives of my clients as I witnessed their incredible, dramatic stories. I am deeply inspired by the most amazing and powerful stories that come from this process.

My first personal experience with past life regression was during my hypnosis certification class. The instructor hypnotized me in front of the class. At first I thought it was not working on me, but then I saw these very clear flashes. I was standing on a cliff overlooking the Mediterranean Sea. I wore sandals and a brown robe like a monk. I saw a large bell ringing up in a stone tower. Next I saw a huge fire in the stable with horses running desperately. I then saw my self being tortured. A group of men were interrogating me and dunking my head into a barrel of cold water. It was reminiscent of the Inquisition. I knew I was being unjustly murdered by the church, yet I was not afraid. The instructor then told me to ask my higher self why I remembered that lifetime. Immediately a flood of emotions overwhelmed me. These powerful thoughts came into my mind but I did not understand them until they came out of my own mouth.

The first time I regressed another person was very surprising. I hypnotized a classmate and she traveled back in time to another life. As I went thru the steps outlined by our instructor, the woman I was practicing with slipped back ... back to what seemed to be the late 1600's in the Northeast of America. There was a big mob of people. She described a scene where she was being burned at the stake as a witch by villagers. She was not just describing a scene but she was reliving it. She felt the heat. I could see the pain and panic in her face. She was lying on the floor and began writhing in pain and then she started crying out "my baby, my baby. " I began to panic, not sure what to do - it was the first time I had ever done this. Then her body convulsed. When I asked her what was happening she described a horrific scene where as she was burning, tied to a stake, and a sword was just plunged into her pregnant belly - killing her baby. To be honest I was shocked and very concerned.

To help her thru the experience I navigated her past the moment of death to a realm where she came to realize the deeper meaning. As I guided her thru her death, a peace came over her. She became very emotional again when I asked her to tell me why she remembered that birth and the lessons for her present day predicament. She revealed that she needed to let go of her over protectiveness of her children - now in this life. She also expressed how in this realm - (after death, between lives), that she was being told that she must let go of her anger toward the people that murdered her. Even though she was innocent, and their act was inexcusable, she needed to let go and forgive these people so she could go on and live this life, now - fully. It was very interesting, profound, healing and captivating. It was so real.

Right before my eyes, my skepticism and scientific mind set were confronted with undeniable experiences from the past lives of people. These experiences deeply moved me and I know that these stories presented within the context of this dramatic television series will attract and move many millions of viewers around the world.

For this special film, real experiences of a real people who serve as a study subjects/patients are the basis, the heart and the core of the story. Because the people regressed via hypnosis, their regression sessions, and any evidence obtained will all be real and documented; this gives the movie authenticity, weight and authority while also widening the audience far beyond science fiction fans and those who are already open to the idea of past life phenomena. In fact a majority of people, if you consider India and China, are open to past lives, yet this subject matter is controversial. This controversy, debate and discussion will provide excellent publicity which we can exploit to increase sales of the movie and accompanying book products. This is the type of topic that will generate free publicity from other media and TV shows, like Oprah as well.

A companion website will be created to help promote the film and book. It will have resources such as links to aid in investigating evidence of past lives, along with contact information for qualified and certified hypnotherapists. These resources will enable consumers, who wish to explore their own past lives, to do so.

This innovative movie project is a way to channel and express my passion for filmmaking in telling these fantastic, yet true stories from past life regressions that explore what it means to be human.

I am absolutely confident that this film will be a great success - commercially, artistically, and in its impact improving lives and opening minds of a global audience. People around the world will be entertained and enlightened by these truly amazing stories.

The purpose of this project is to investigate the central questions every human has while entertaining the audience. This investment can do more than make you money. It can help educate and increase tolerance for other cultures like India.

* Please note: Although the research and film will then be used to promote and advance a major prime time one hour drama series for the major networks about reincarnation, this investment is limited to the documentary and book project. TV series have a very different business model and would require a different business plan and additional investments for each episode. I can offer investors in the current documentary and book project the first opportunity to invest in the TV series or other projects.

Kyle Schmierer
Filmmaker/Storyteller – from script to screen
www.Amadin.biz

I am an exceptionally talented, award winning filmmaker/storyteller. I am adept in many different genres and styles: including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and Internet promotion pieces. A vast life experience around the world informs my work and eclectic taste. I am hard working, able to fully create, implement, and direct my own unique vision with stories I create or the materials of others while truly collaborating with the actors and all the many other artists required to produce a great film. I am a producer-writer-director, cinematographer and Avid editor who request a few minutes of your time to review my business plan and meet so we may determine if this project is a good match for your money.

As well as working in L.A. and around the world, I was also Film and HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina.

I have finished two documentary format programs on the Philippines, which I directed, shot and edited for an internationally broadcast television show, *"Word in the World."* This show had more than 4 million estimated viewers in the United States alone. Previously when I lived in Hollywood, I directed, shot, and redesigned this series as well as creating a new show opening.

I have also completed writing, directing, co-producing, shooting and editing the independent feature film, *"In the Dark of Night"* filmed in Wyoming, which is currently in post-production. For three years I had been in the wilds of Wyoming. I came up from LA for the solitude to write feature scripts.

Earlier I lived and worked in Hollywood for over six years, and before that I went to film school at New York University.

I have a breadth and depth of filmmaking skills with a unique vision that will make any film project successful. I have worked as a director, cinematographer, editor, and on the several crew positions for various projects. Each position has helped me become a better filmmaker. This cross training also enables me to communicate my vision more effectively to the many departments and professionals required in filmmaking.

Thank you for your time. My demo reel is 8 minutes long with several selections of my work. My demo reel, resume, additional film segments and artwork can be accessed on the web at: <http://www.Amadin.biz> I directed, shot and edited everything on the reel. Most of it I also wrote and produced as well. You can request a DVD copy of my reel. I have won several prestigious Telly Awards of excellence for my outstanding work.

Sincerely, Kyle Schmierer E-mail: Amadin7@aol.com

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"The history of the film industry clearly demonstrates that everyone starting out to make a picture, from the established entrepreneur with the multimillion-dollar studio spectacular to the first-time producer with a low-budget film, stands a chance of having a hit. A computer study that researched the success-to-failure ratio of producers and directors over a period of twenty-five years, examining some 300 pictures, both majors and independents, arrived at the 'absolutely inescapable conclusion that the ratio of success to failure is the same for any producer or director over a given span of time, regardless of reputation.' No combination of producer, writer, director, stars, or story concept will guarantee a success. Alternately, it is possible for an unknown producer with a no-name, low budget picture to produce a hit."
(source: *Independent Feature Film Production* by Gregory Goodell)

CAREER SUMMARY FOR KYLE SCHMIERER

I received a BA/BS degree from Northland Liberal Arts/Environmental College. Upon graduating Magna Cum Laude with my self-designed and self-directed major in Global Environmental Studies, I formed Amadin, a non-profit media organization. I went on to produce and direct multimedia projects for Amadin in India and Tibet, covering all aspects from conception to presentation including research, trip planning, development, writing, photography, location scouting, audio recording, interviews, and post production.

I began to recognize the power of the medium of film/TV to help the world in our time of crisis and as a medium of self-expression where my talent, passion and purpose lay. Then I apprenticed with a video production company to begin my training in videography, production, and editing. In the fall of 1994, I completed the internationally acclaimed New York University/S.C.E. Intensive Filmmaking Program. There I participated in several film projects and directed and shot two short films. Along with my own reading and study, I have also taken courses on directing and producing from Film/Video Arts of Manhattan and Independent Feature Project West. Most recently, Montana Edit's Masters Program – a comprehensive training program of certified AVID courses, was successfully completed. By working within the Hollywood film industry, I have learned hands on while working in a number of technical crafts. Departments I have freelanced in include camera, sound, set lightning, grip, and production.

While continuing to pursue educational and philanthropic agendas, my primary calling is a lifetime commitment, dedication, and passion to continue to learn and develop as a filmmaker.

The ATMA Study will fully introduce Kyle's innovative and creative abilities, as well as his vision and passion for filmmaking/storytelling to the world. To date, he has spent three years and many thousands of dollars of his own funds developing this labor of love, and intends to work with the most talented cast and creative teams from Hollywood, Europe, Africa, India and other parts of the world. His team of mentors and seasoned professionals are committed to him and this project and will insure the success of the film. Kyle knows the time is now to utilize the recent revolutionary advances in digital technology in the film industry and adopt a more productive and efficient business model that will out compete the studios. A better product for less money and better rewards for those who risk and contribute to making a great film, is the foundation for success. The opportunities for independent production companies to create films, and for investors to profit from these movies are historic.

**RESUMES
OF
FILM PROFESSIONALS**

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Kyle Schmierer
Writer-Producer-Director- DP-Avid Editor
www.Amadin.biz

Kyle is now in development with three feature film projects he wrote and will direct:
"The ATMA Study," "The Most Dangerous Game" & "Radicals."
Kyle is an award winning filmmaker dedicated to outstanding work.

EXPERIENCE: (partial listing)

Smokey Mountain - 2 documentary specials on Smokey MT., Philippines

Duties: Director, Cinematographer, and Editor
Production Company: Wordnet Productions - over 4 million viewers

In The Dark of Night - Independent feature film currently in post-production

Duties: writer, co-producer, director, cinematographer, AVID editor

Word in the World - 25 years old national cable T.V. show (over 1 year)
with over 4 million viewers -- on TBN and Odyssey network (110 million subscribers)

Duties: Director and Cinematographer (hired to redesign/revamp the show)
Production Company: Wordnet Productions

RiskTakers - Television pilot (optioned to Discovery)

Duties: Co-Producer, Co-Director, Co-Editor, and Primary Cameraman
Production Company: Alternative Pictures and Alternative Rentals

Face of an Angel - Independent feature (Intl. home video distribution)

Duties: Co-Producer, Director, Cinematographer, and Editor
Production Company: Amadin Corporation

EDUCATION:

Northland Liberal Arts/ Environmental College - Magna Cum Laude
New York University/ S.C.E. Intensive Filmmaking Program - A
Montana Edit's Masters Program - a comprehensive training program of certified AVID
courses

Kyle has practiced a number of technical crafts in the Hollywood film industry. He has over a decade of Film/TV industry experience. Departments he has freelanced in include camera, sound, set lighting, grip, and production. He has worked as Gaffer, Key Grip, D.P., and editor on various film and video productions. Kyle purposely worked in a variety of capacities in the film business to provide an excellent understanding of the entire filmmaking process creatively, technically and financially.

Kyle Schmierer - CINEMATOGRAPHER

www.Amadin.biz

E-mail: Amadin7@aol.com

PRODUCTION EXPERIENCE (partial listing):

COMPANY	POSITION	PROJECT
CAMERA		
Amadin	D.P.	various corporate/commercials etc.
Wordnet Inc.	D.P.	Smokey MT. - Philippines documentaries
Alternative Pictures	D.P.	In The Dark Of Night - Feature Film
Alternative Pictures	D.P.	RiskTakers - T.V. Pilot
Amadin Corp.	D.P.	Face of an Angel - Feature Film
OCTV Prods	D.P.	OCTV- Sports TV Show
Wordnet Inc.	D.P(1 year)	Word in the World -Natl. Cable Series
John Edwards	Camera	John Edwards show - WE TV
Magic of Alexander	Camera	Promotional Video
Good Shepherd Center	Camera	Promotional Video
Baker Entertainment Group	Camera	Promotion- Home Shopping Network
Granada Ent.	Video AC	Room Raiders - MTV series
Higher Light Films	1st AC	Giving Up the Ghost - Feature
Hill Productions	AC	That Used To Be Me - Short
Siam Productions	2ndAC	Whole New World - Commercial
ELECTRIC		
Johns + Gorman Films	Gaffer	ESPN2- Natl. Commercial
Mattel Inc.	Gaffer/Grip	Corporate video
Cypher Prods.	Electrician	Double Tap - H.B.O. Feature
Goode Pictures	Electrician	Grand Avenue - H.B.O. Feature
Sony Studios (lot)	Electrician	Set Lighting Dept. - Prep.
Foxlab/STF Prod	Electrician	America's Most Wanted - Fox TV
Only Kid Inc.	Best Boy	Kid Cop - Feature
DA-COR Pictures	Best Boy	Giving Up The Ghost - Feature
Pop Art Film Factory	Best Boy	Music Video
3 Ring Circus	Electrician	Cinemagic - Commercial
Lynch Entertainment	Electrician	Hidden World of Alex Mack - T.V.
Spears Productions	Gaffer	Scream Teen Scream - Short
B Smart Productions	Electric/Grip	Spilt Milk - Feature
GRIP		
Spectrum Communications	Key Grip	G.M. England - Corporate film
Angel Records	Key Grip	Records Promotion -Video
Elan Co.	Grip/Gaffer	Bosley Medical Institute - Video
Aacme Films	KeyGrip	Happy B-Day Billy Gayle - Short
Fahrenheit Films	Grip	Cheetos- Commercial
Tra - Jam Productions	Grip	Eyes of Love - Music Video
N.M.P.C. Productions	Grip	Show and Tell - P.S.A.
Marke Media	Dolly Grip	Corporate Video

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CAMERA and RELATED PROFICIENCY:

Sony HDW-F900 24P HDTV camera
Arriflex 35III, Arri BL III & IV, and 16mm Arri SR2 & 3
Panavision, GII 35mm - loader and 1st AC, seminar in Tarzana
Familiar with camera reports, lenses and filters
Various professional video cameras
Experience with Condor cranes, Porta-Jib, Fisher and Chapman dollies
Apprenticed with video production company, use of ENG camera packages

Kyle Schmierer - EDITOR

www.Amadin.biz

E-mail: Amadin7@aol.com

PRODUCTION EXPERIENCE (partial listing):

COMPANY	POSITION	PROJECT
EDITOR		
Metropolitan Post	Editor	various corporate & commercial projects
Amadin	Editor	various corporate & commercial projects
Amadin	Editor	Vegetarian House – Restaurant Promotion
DVD/Web		
Amadin	Editor	Apprentice Profile – Eric Luster
Wordnet Inc.	Editor	Smokey MT. – Philippines, 2 half hr. Natl.
Broadcast documentaries		
Alternative Pictures	Editor	In The Dark Of Night - Feature Film
Alternative Pictures	Editor	RiskTakers - T.V. Pilot
Amadin Corp.	Editor	Face of an Angel - Feature Film
OCTV Prods	Editor	OCTV- Sports TV Show
Wordnet Inc.	Editor	Word in the World -Natl. Cable Series -opening
Magic of Alexander	Editor	Promotional Video
Good Shepherd Center	Editor	Promotional Video

*** Taught editing at two college film programs**

*** I own an AVID Xpress Pro HD system and I have edited on higher end AVID (Composer Symphony, Adrenaline, Symphony Nitris HD, etc.) and many different types of editing systems - even with film on flat beds (Steenbeck & Moviola)**

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AMADIN #7952

OTHER SKILLS

Still photography - 7yrs

PADI scuba certified, boating, climbing, backcountry camping, etc.

Working knowledge of Spanish; experience and study in India, Tibet, Nepal, Colombia, Mexico, Europe, Philippines, Thailand, Japan, Canada, Malaysia

EDUCATION

NYU/SCE Intensive Filmmaking Program - A

Northland College - BS/BA Global Environmental Studies - Magna Cum Laude

REFERENCES:

Sandra Garner [REDACTED]
[REDACTED]

Wordnet

532 North D Street San Bernardino, CA 92401 Phone: (909) 383-4333

Fr. Mike Manning Phone: [REDACTED] E-mail: [REDACTED]@wordnet.tv

PLEASE SEE MY WEBSITE AT: www.Amadin.biz

composer bio & selected credits

May 2003

cato started composing original scores for film, television and multi-media in the early 90's when he wrote and produced all original music for the award-winning, European TV-series "U", as well as other acclaimed TV-series and documentaries.

Since relocating to LA, Cato has scored several more award-winning productions like feature documentaries "Modern Tribalism" and "The Shoe Store" (featuring legendary Billy Wilder), two time Emmy-winner Tom Sheppard's directorial debut, the comedy "Scott's Play" (a theatrically released festival winner that was the highest rated film ever at ifilm.com) and Carolyn Coal's dramas "Cache" (in competition at the 1999 Sundance Film Festival) and "Tell Me Who Ruby Was". Cato has also composed original music for "Freelancer" by Digital Anvil/Microsoft and he recently finished scoring "People Of Earth" for Sputnik Pictures and "The Passenger" for director Carolyn Coal and Mandalay Entertainment. Cato's music has also underscored primetime network television in CBS' "Breaking The News" and been used both in the "The Howard Stern Radio Show" and "Celebrity Adventure Australia".

Cato's music is also in high demand for feature film marketing with all the major studios, as well as for commercials (Budweiser, Ford, Charles Schwab, etc.). His music is currently featured in the theatrical trailer for "Charlie's Angels 2". The total box office for the films marketed in part by Cato's music totals in the billions...

Cato has a highly diverse musical background ranging from writing hard core industrial to sweeping orchestral and many styles and innovative combinations in between. He also brings to the keyboard a unique and substantial experience as a sound designer & producer of electronic music. His experience even includes the honor of being chosen to oversee a private musical arrangement for The Pope in 1991. Cato was also invited to participate in the 2002 ASCAP Film Scoring Workshop in which he received much peer and industry praise for his orchestral composition "A Turning Point".

These and other elements, together with a strong interest in moving images and the story they tell, enables him to take a fresh and very effective approach in scoring to picture while working quickly and efficiently. Cato is a member of ASCAP and a Platinum member of the SCL.

creative soundscapes

creative soundscapes inc.. tel 310 659-5633. fax 310 659-5507 1033 s. holt ave.. suite 4 . los angeles, california 90035 . usa
www.creativesoundscapes.com

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AMADIN #7952

cato- selected credits

film

"The Passenger"	Mandalay Entertainment - Carolyn Coal, Director
"Tell Me Who Ruby Was"	Atom Films - Carolyn Coal, Director
"Scott's Play"	Serious Dog Films - Tom Sheppard, Director
"Cache"	The Coalition - Carolyn Coal, Director

television and documentaries

"The Howard Stern Radio Show"	Syndicated
"Breaking The News"	CBS
"Celebrity Adventure Australia"	E!
"People Of Earth"	Sputnik Pictures
"Modern Tribalism"	low-fi filmworks 1.0 LLC
"Risktakers" (pilot)	Alternative Pictures
"Eyewitness" (series)	TV 2
"U" (series)	NRK
"TM-Shoestore"	Long Guy Land Films

feature film marketing, commercials and promos

Select projects only (see website for complete credits):

"The Hulk"	Universal Pictures
"Charlie's Angels 2"	Columbia Pictures
"X-Men 2"	20th Century Fox
"Terminator 3"	Warner Bros.
"Spider-Man"	Columbia Pictures
"Showtime"	Warner Bros.
"The Mummy Returns"	Universal Studios
"The Phantom Menace"	20th Century Fox
"Jurassic Park 3"	Universal Studios
"Along Came A Spider"	Paramount Pictures
"Thirteen Days"	New Line Cinema
"The Contender"	DreamWorks
"Dawson's Creek"	The WB
"Buffy The Vampire Slayer"/ "Angel"	The WB
"20/20, MOWs, Nightline, The View Politically Incorrect, Good Morning America, Who Wants To Be A Millionaire" ... and many more...	ABC, WB, CBS, etc.
"Ford Focus" (2 spots)	Ford Motor Co.
"Satellites" Budweiser	
Various spots	Office Depot, Charles Schwab Studentcredit.com

Custom musical direction CDs and video reels are available in addition to current composer demo CD.
Please contact Creative Soundscapes, Inc. for this and information about Cato's availability for your project.

creative soundscapes

creative soundscapes inc.. tel 310 659-5633. fax 310 659-5507 1033 s. holt ave.. suite 4 . los angeles, california 90035 . usa
www.creativesoundscapes.com

ACC000020
AMADIN #7952

CREATIVE MEDIA MANAGEMENT

Unit 3b Walpole Court, Ealing Studios, Ealing Green, London W5 5ED
Tel: +44 (0)20 8584 5363 Fax: +44 (0)20 8566 5554
E-mail: enquiries@creativemediamanagement.com

AMANDA BERNSTEIN PRODUCTION DESIGNER

Film credits include:

SIMON AN ENGLISH LEGIONAIRE

Shot in Morocco

Dir./Prod.: Martin Huberty
Producer: Peter Heslop
Company: Simon Film Productions Ltd.

THE BONE COLLECTOR

Re-shoots

Director: Philip Noyce
Producer: Peter La Terriere
Company: Universal

WAITING IN QUITO

Short Feature shot in Ecuador

Dir./Prod.: Ian Balie
Company: British Council

Television credits include:

THE LAST DAY OF POMPEII

1hr Drama Documentary – BBC1

Director: Peter Nicholson
Producer: Ailsa Orr
Company: BBC

THE REAL WORLD LONDON - MTV

Drama Documentary

Director: George Verschoor
Producers: Mary-Ellis Bunim , John Murray
Company: Bunim-Murray Productions Inc.

CANNED CARROT

TV Comedy

Director: Ed Bye
Producer: Paul Smith
Company: Celador

I LOVE KEITH ALLEN

TV Comedy

Director: Tom Poole
Producer: Keith Stewart
Company: Noel Gay

Cont....

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AMADIN #7952

Amanda Bernstein – Cont....

SET DECORATOR

Film credits include:

THE BEACH

Re-shoots

Director: Danny Boyle
Producer: Andrew McDonald
Prod. Des.: Ricky Eyres
Company: The Beach Film Ltd.

THE RETURN OF THE THIEF OF BAGHDAD

Shot in India

Director: Douchan Gersi
Producer: Ramesh K
Prod Des: Giles Masters
For: Golden Communications

STAR WARS: THE PHANTOM MENACE

Shot in Tunisia

Assistant Set Decorator
Director: George Lucas
Producer: Rick McCallum
Prod.Des.: Gavin Bouquet
Company: Jak Proctions

ART DIRECTOR

Film credits include:

JACK AND THE BEANSTALK THE TRUE STORY

Baker

Director: Brian Henson
Producers: Pete Cooghan, Martin

Prod.Des.: Ricky Eyres
Company: The Jim Henson Company

ALICE THROUGH THE LOOKING GLASS

Johnson

Director: John Henderson
Producers: Trevor Eve, Simon

Prod. Des.: Anne Tilbey
Company: Projector

BAFTA Nomination for Best Production Design

AMY FOSTER

Steel

Director: Beeban Kidron
Producers: Polly Tapson, Charles

Prod.Des.: Simon Holland
Company: Tapson Steel Productions

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AMADIN #7952

Amanda Bernstein – Cont....

Television credits include:

BRAMWELL

Whitby

Directors: David Tucker, Paul Unwin

Producers: Harriet Davison, Tim

Prod.Des.: Lawrence Doorman

Company: Carlton

CRYSTAL MAZE

Director: David G Croft

Producer: Malcolm Heyworth

Company: Chatsworth

Commercials as Art Director:

Product/Title

Director

Production Co.

BUTLIN'S 'Fun Police'

Julian Griffiths

Spectre

BERTOLI OLIVE OIL

Ben Warwick

Rogue

COI (LEARN DIRECT) –

SPONSORSHIP IDENT'S

Ronnie West

RSA

NIGERIA – HIV AWARENESS

Rod Butcher

Garretts

TOYOTA – FORMULA 1

Devon Dickson

Rogue

RAINBOW TRUST

Ben Warwick

Rogue

BIRDS EYE – ENJOY (x2)

Ben Warwick

Rogue

BT

Dominic Savage

Stark

WHISKAS

Rod Butcher

Garretts

ROYAL MAIL

Colin Gregg

Stark

TETLEYS BITTER

Colin Gregg

Eclipse

CREATIVE LABS

Ben Warwick

Original Concept

FORD

Julian Griffiths

WOOF

FOX'S

Colin Gregg

Eclipse

MARS

Colin Gregg

Eclipse

OXO (Series of 5 commercials)

Dominic Savage

Stark Films

ALFA ROMEO (x2)

Julian Griffiths

Peter Ker Associates

HOMEPRIDE PASTA BAKE

Julian Griffiths

WOOF

MILKY WAY

Julian Griffiths

WOOF

AMERICAN EXPRESS

Julian Griffiths

WOOF

McDONALDS – CHILLI BURGER

Julian Griffiths

WOOF

ACC000023

AMADIN #7952

PAUL VIK MARSHALL, C.A.S.

PRODUCTION SOUND MIXER

FULL FEATURE PACKAGE

████████████████████ CA ██████████

HOME (██████████) FAX (██████████)

VOICE MAIL/PGR (██████████)

FEATURES 1991-2000

MOST RECENT - ADDITIONAL FEATURE LIST ON REQUEST

JOE HEAD GOES HOLLYWOOD, SAM KASS - DIR., PETER McALEVEY - PROD.
DOWN & OUT WITH THE DOLLS, WHYTE HOUSE FILMS, KURT VOSS - DIR.
THIEF OF BAGHDAD - INDUS INC., DUCHAN GERSI - DIR., (SHOTININDIA)
ORANGE COUNTY - FILMSMITH, JOSH EVANS - DIR., ZACH MATZ - PROD.
SACRIFICE - AMERICAN WORLD PICTS, MARK LESTER - DIR. (ALABAMA)
NEWSBREAK - ROJAK FILMS, S. RODNUNSKI - DIR., JODI SULZMA - PROD.
SUGAR TOWN - ALLISON ANDERS - DIRECTOR, DAN HASSID - PRODUCER
KNOCKOUT - DMG ENTERTAINMENT, LORENZO DUMANI - DIRECTOR/PROD.
BUDDY BOY - INDEPENDENT PICTURES, MARK HANLON - DIRECTOR
YONGARRY - ZERONINE PRODS., HYUNG RAE SHIM - DIR. (SOUTH KOREA)
AMERICAN HISTORY X - TONY KAYE - DIRECTOR, ADDITIONAL PHOTO.
ADVENTURES OF TOM SAWYER, CRYSTAL SKY, NANDA RAO - PRODUCER
ARTHUR'S QUEST, CRYSTAL SKY, NANDA RAO - PRODUCER
MR. ATLAS - WINDMILL PRODUCTIONS (UTAH)
HIGHLAND PARK BLUES, JENS PILIGARD - DIRECTOR
SNAKE SKIN JACKET, NORMAN GERARD - DIRECTOR

TELEVISION 2000 -1994

MARY KAY LETOURNEAU STORY, ROCKET SCI./FOX - JACK PEREZ, DIR
BRADY BUNCH, THE FINAL EPISODE, ROCKET SCI./FOX, JACK PEREZ, DIR.
AFTER DIFFERENT STROKES, ROCKET SCIENCE/ FOX - TED HAIMES, DIR.
JACK AND JILL, WARNER BROTHERS, 1ST UNIT FILL-IN
BUFFY THE VAMPIRE SLAYER, 20th CENTURY, 1ST UNIT FILL-IN
WALKING AFTER MIDNIGHT, ANGEL TEL. INC., CBC CANADA
POWER RANGERS, SABAN
BAYWATCH, BABYLON 5, THE JERSEY, 1ST UNIT FILL-IN
VANISHING SUN, STU SEGAL
THE SECRET WORLD OF ALEX MACK, NICKELODEON

SPECIAL PROJECTS

1997: THE LAST DAYS - SHOA FOUNDATION, STEVEN SPEILBERG, EXEC. PRODUCER

1990-1991: MICHAEL JACKSON - VISUAL DIARY ON MICHAEL'S LIFE,
MJJ-OPTIMUM PRODS.

AWARDS

1997 - EMMY: A COMMUNITY OF CARING, LOS ANGELES - DOCUDRAMA

ACC000024

AMADIN #7952

January 12, 2001

To: Kyle Schmierer

Re: "The Most Dangerous Game" Make-Up Department.

Hello Mr. Schmierer,

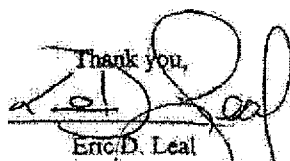
I am writing per your request. You has told me that you will be a producing and directing the above-mentioned film and asked if I would write to you a letter of introduction on my behalf. I would love to because it would give me a chance to brag about myself, and I thank you for the opportunity. More specifically, you asked that I tell you of my education experience, and industry connections to show why you should pick me for the film. Enclosed in the envelope I am sure that you have found a copy of my resume, which should take care of the first and part of the second topic but I would like to elaborate on my experience and tell you of some of my connections.

I currently work for a make-up and FIX crew called KD. 151 Productions. While there I have found the owner, Ken Diaz, to be an invaluable teacher and mentor. He has not only taught me what my make-up school didn't but he has helped to guide me in my everyday dealings in the industry. The basic rule is if it doesn't look right then make it! Whether it's a misplaced eyelash or a prosthetic seam line that is just too thick and needs to be thinned out, it needs to look right so fix it.

As a company, KD. 151 Productions has worked on many films such as "Anaconda," "The Mask of Zorro," "U-Turn," and "The Perfect Storm." We just finished "Fidel" which was filming in Mexico and we are. Currently we're working on "Training Day" with Denzel Washington. Our specialties include research and realism. Without the first the second will not exist. Because of theses specialties our company is sought out for our prosthetics, our varieties of blood (i.e. bright, dark, pumping, flowing, jam or jelly) and our tattoos. We do all of these services from concept to application.

Ken has been my connection to the industry and because of him I have made subsequent connections with other Make-Up artists, FIX companies, and Make-Up distributors who give me great discounts by association. I have already given Kyle an estimate for my services "on set" as well as one for the prosthetics that are needed. For this film I will be contracting the services of KD. 151 and possibly a few other companies so that the prosthetics will be ready on time.

Well I hope that this letter has been helpful. I think I've covered all my bases, but if not or if you have any questions, or if you would like to meet with me please don't hesitate to call me.

Thank you,

Eric D. Leal
Make-Up Artist

ACC000025
AMADIN #7952

Eric D. Leal

CA Phone ()

Objective

Seeking a position to further my experience as a Make-up and Special *FX* artist

Education

1998 -1999 Elegance International Inc. Academy of Professional Make-up Los Angeles, CA

Work experience

1996 - current KD.151 Productions Whittier, CA

Theatrical Make-up Chemist/Artist

Manufacturer of Theatrical Blood, Prosthetics, Mold Making, Face Impressions, Tattoo Concepts and Designs, Make-up Designs and applications

1999 Urban Up

Einstein Productions, Inc. Los Angeles, CA

Make-up Artist

Straight and Beauty make-ups

1999 My America: La Nueva Frontera

Jordan Silver Productions New York City, NY

Key Make-up Artist

Snake Bite, Small scars, Bruising, Witch doctor and Straight Make-ups.

1999 The Gift

Windhorse Entertainment Los Angeles, CA

Key Make-up Artist

Bullet Wounds, Fantasy and Straight Make-ups.

2000 New Breed

Kirk Gardner Los Angeles, CA

Key Make-up Artist

Bullet Wounds, Character and Straight Make-ups

2000 Hollywood Vampyre

Silver Sky Productions Burbank, CA

Key Make-up & FIX Artist

Working Bullet wounds, Scaring, Camera ready Tattoo concepts and application Fantasy-Gothic, Straight Make-ups

References

Available upon request.

BONNIE STAUCH

TEL: [REDACTED] PGR: [REDACTED] FAX: [REDACTED]

Film (partial list)

TITLE	PROD. CO.	PRODUCER	DIRECTOR	STARRING
STORM WATCH	Cinetel, Inc.	Paul Hertzberg Lisa Hensen	Terry Cunningham	Adrian Paul, Bai Ling, Coolio, Tone Lok
TWISTED FATE	Cinetel, Inc.	Paul Hertzberg Lisa Hensen	John Terlesky	Lou Diamond Phillips, Edoardo Ballerini, Kari Wuhrer, Steven Bauer
PAST TENSE	Cinetel, Inc.	Paul Hertzberg Lisa Hensen	David Worth	Roy Scheider, Dina Meyer, William McNamara, Henry Rollins
BEETHOVEN'S THIRD	Universal	David Bixler Kelli Konop	David Evans	Julia Sweeney, Judge Reinhold
PAVILION OF WOMEN (AMERICAN UNIT)	Universal	Luo Yan	Yim Ho	Willem Dafoe, Luo Yao, Amy Hill
ANGEL'S DANCE	Home Box Office	David Bixler	David Corley	Jim Belushi, Sheryl Lee, Kyle Chandler
BREAKFAST WITH EINSTEIN	Motion Picture Corps. of America	Brad Krevoy Jeremy Kramer	Craig Shapiro	Priscilla Presley, Thomas Gottschalk, Lin Shaye, Ben Foster
ROMANTIC MORIIZ	Prosperity Pictures	Richard Mann	Tim Boxell	Christopher Lloyd, Roger Daltry, Casper Van Dien, Lauren Graham
JOHNNY SKIDMARKS	Cinepix Film Prop.	Mike Pascomeck	John Raffo	John Lithgow, Frances McDormand, Peter Gallagher, Jack Black
OUTSIDE OZONA	Columbia/friStar	Carol Kottenbrook	Joe Cardone	Kevin Pollack, Penelope Ann Miller, David Paymer, Swoosie Kurtz, Robert Forster, Sheryl Fenn
BLACK DAY, BLUE NIGHT	Republic Films	Carol Kottenbrook	Joe Cardone	J.T. Walsh, Mia Sara, Gil Bellows, Michelle Forbes
DOGWATCH	Home Box Office	Malcolm Barbour	John Langley	Sam Elliot, Paul Sorvino, Esai Morales Dan Lauria, Jessica Steen
FRONT LINE	Home Box Office	Arthur Chang	Quinton Peeples	John Savage, Rya Kihlstedt, Lenny Von Dolan, Jason London
INTREPID	Phoenician	Andrew Stevens	John Futch	James Coburn, Kostas Mandylar, Finola Hughes
CRASH POINT ZERO	Phoenician	Andrew Stevens	Jay Andrews	Treat Williams, Susan Blakely
DREAM SHEET	Microsoft	Michael Ahn	Michael Ahn	Laura San Giacomo, Steven Weber, Fica
PURSUIT OF HAPPINESS	The Martindale Group	Alex Hyde-White	John Futch	Frank Whaley, Annabeth Gish, Amy Jo Johnson, Jean Stapleton
THE COWBOY AND THE MOVIE STAR	The Family Channel	Mike Elliott	Mark Griffiths	Perry King, Sean Young, David Grob, Priscilla Barnes, Steve Kanaly
SOMETIMES THEY COME BACK AGAIN	TriMark Pictures	Michael Meltzer	Adam Grossman	Hilary Swank, Alexis Arquette, Michael Gross
SOMETIMES THEY COME BACK FOR MORE	TriMark Pictures	Michael Meltzer	Dan Berk	Faith Ford, Max Perlick
DROP DEAD	Regent Entertainment	Paul Colichman	Sam Irvin	Mariel Hemingway, Dyan Cannon
BOYS CLUB	Home Box Office	Tim Cavanaugh	Librado Baracio	Beau Bridges, Patrick Renna

TELEVISION

THE D.R.E.A.M. TEAM SERIES	United Paramount Network	Dean Hamilton Steve Perry	Variety of Directors	Roger Moore, Tracie Bingham, Angie Everheart, Jeff Kaake
THE D.R.E.A.M. TEAM PILOT	United Paramount Network	Dean Hamilton	Dean Hamilton	Martin Sheen, Tracie Bingham, Angie Everheart, Jeff Kaake
100 DEEDS FOR EDDIE MCDOWD PILOT	Nickelodeon	Steve Berman	Max Tash	Richard Moll, Shia Labeouf, Dwight P. Ketchum
PACIFIC BLUE SERIES	USA Network	Gary Nardino	Variety of Directors	Rick Rossovich, Jim Davidson, Darlene Vogel, Paula Trickey
VITAL SIGNS MINI-SERIES	BMG-Germany	Chris Peschkin	Dieter Kehler	Maria Furtwaengler, Carol Campbell, Ursula Buschhorn
THE MONKEES' SPECIAL	ABC	Ronnie Hadar	Mike Nesmith	Mike Nesmith, David Jones, Peter Tork, Micky Dolenz, Chuck Woolery

EDUCATION

GEORGE WASHINGTON UNIVERSITY, WASHINGTON, D.C. B.A. THEATRE ARTS, 1978

ADDITIONAL FILM, STAGE AND COMMERCIAL CREDITS AND REFERENCES AVAILABLE UPON REQUEST.

ACC000027
AMADIN #7952

CURRENT PROJECT STATUS

The project is now ready and awaiting the complete financing of the film project. Funding is the next necessary step towards successfully completing *The ATMA Study*.

With full funding we can then move forward to the research project, securing the cast and crew, bargaining and contracting with vendors, scouting the locations, negotiating with landowners and governments, and finalizing the schedule for the filming to begin.

There are possible seasonal weather issues and schedule conflicts that can shift the shoot dates up to a year, but there is still much preparatory work to be done. Detailed preparation and research is important in lowering cost and preventing expensive complications so all interested investors are encouraged to proceed soon, so the work to produce the film can begin. An excellent and profitable film awaits your crucial participation.

MARKETING/SELLING THE FILM

The Production Team plans to keep *The ATMA Study* independent in every way possible in order to maintain the integrity of the story, its characters, and its direction, thereby ensuring a high quality product. We will secure Distributor(s), who will be responsible for getting the film into theaters, video stores, and television markets worldwide. A producer's rep and publicist will work in conjunction with us to promote the movie, assist in finding distributors and placing our film, *The ATMA Study*, at film festivals and in special markets - including foreign, cable, Internet, and interactive CD ROM and DVD.

The selling strategy for the Production Team is to focus on Domestic Distribution. Showing our film in US theaters will boost the prices in all the other markets. The Domestic market drives all the other markets. *The ATMA Study's* success in US theaters will provide powerful leverage and generate intense competition for our film so we can get the most profitable deals. To aid in selling the film, marketing efforts will be directed towards Domestic Distributors, media outlets and the general public of North America. The work of the Production Team does not end with the completion of the film. Because everyone will benefit from the economic success of the film, you can be sure the actors and other key personnel will continue to promote the film through interviews and other publicity.

Of course, for you the investors, the main purpose of marketing and selling the film is to make money. Conservative projections, which used the similar independent film *Bowling for Columbine* as a model, indicate more than \$51.21 million in producer's net profits. With our generous offer to you the investor, a moderate success would yield 213% ROI. The Production Team expects *The ATMA Study* to reach the success of *Bowling for Columbine*, but it has the potential of a hit like *My Big Fat Greek Wedding* (with over \$240 million to date in U.S. Box Office alone) - to yield more than a 1,500 % ROI which would provide you over \$160 million.

The ATMA Study will premiere and potentially sell at one or more of the following venues:

A. Film Festivals

C. Industry Screenings

B. Film Market Screenings

D. Internet

A. Film Festivals

Festivals have become the true marketplace for the ever-expanding independent film arena. Film festivals have changed from a place where cinephiles went to watch obscure movies, to an energetic marketplace where distributors and press from around the world can get a peek at the new trends in filmmaking, and purchase products that will fill the entertainment pipeline for the coming year.

Film festivals look for breakthrough films that are original, visionary, and intellectually stimulating. *The ATMA Study* is this type of movie that film festivals are predisposed to like.

The Production Team plans to premiere *The ATMA Study* at one of the A-Level film festivals. It is here where *The ATMA Study* can generate a tremendous industry 'buzz' through a strong word-of-mouth campaign, film critics and other press in order to attract the highest bidder.

Below is a list of A-LEVEL film festivals where the Production Team anticipates premiering *The ATMA Study* :

<u>FILM FESTIVAL</u>	<u>MONTH</u>
Sundance Film Festival	January
Palm Springs	January
Berlin Film Festival	February
LA. Independent Film Festival	April
San Francisco Film Festival	April
Cannes	May
Telluride Film Festival	August
Toronto Film Festival	September
New York Film Festival	September
Venice Film Festival	September
American Film Institute	October/November

B. Film Markets

An alternative to film festivals are international film markets. While an increasing number of distributors attend film festivals, all distributors worldwide go to film markets with the purpose of buying films.

The impact of independent films at these markets over the last six years has been revolutionary. While at one time, markets were considered mostly genre-fare, American independent films have paved the way for numerous higher-end foreign sales companies, specializing in independent feature projects, to showcase their product at the following markets:

<u>FILM MARKET</u>	<u>MONTH</u>
American Film Market (Santa Monica, CA)	February
Cannes Film Market (Cannes, France)	May
MIFED (Milan, Italy)	October

C. Industry Screenings

The Production Team will hold industry screenings in Los Angeles for the purpose of selling *The ATMA Study*. Select members from buyers in distribution companies and members of the press are invited and enticed to see the film.

D. Internet

Utilizing the Internet to showcase and market a film project is becoming a major media/marketing tool that is increasingly utilized by all major studios, as well as distributors. *The ATMA Study* will have its own website, which will act as a source of awareness, marketing, and merchandising in the release of the film. The website will be available for distributors to view the trailer, interviews and other publicity materials in an exciting full motion video and sound presentation. The movies website will also appeal directly to the public to raise awareness and excitement for the film.

THE BUYERS

Distributors serve as middlemen between the filmmakers and the theater chains. However, a distributor's system of operation is much more complex than that. They are also responsible for marketing, publicizing, and advertising the films.

Independent distributors are responsible for releasing over 50% of the films released yearly, and account for nearly 20% of the total Box-Office market-share.

The Production Team is confident that *The ATMA Study* could end up in a bidding war amid optimum circumstances, giving us an advantage to make an overall lucrative deal with a distributor, or else sell-off the rights to the film, territory by territory.

A. North American Distributors

Over the past decade, the independent film movement has exploded, establishing a solid presence in the box-office market-share, and at the Academy Awards. This success has led to a huge cash infusion, courtesy of the Hollywood studio system, most of who have bought or created their own independent film divisions.

As a result, independent distributors now have much deeper pockets, and are paying often millions of dollars for the rights to a newly made film. Additionally, nearly all of these distributors have foreign sales divisions.

B. Foreign Sales Companies

Foreign Sales companies are middlemen between production companies and foreign distributors. They are responsible for marketing and selling a film territory by territory to foreign distributors. They typically operate on a twenty-to-thirty percent, (20-30%), commission basis.

In the past, two forces drove foreign markets: Stars and genre, (i.e., guns, sex, martial arts, horror, etc.). However, just as American studio films have always dictated foreign moviegoers' tastes, so too have American independent films.

Many foreign sales companies and distributors have deals with foreign buyers that require them to buy 'packages' of films. *The ATMA Study* is a reality based movie with an

interesting and entertaining storyline. These factors will undoubtedly make the film attractive in the foreign marketplace. However, if *The ATMA Study* is sold as part of a package of films, a foreign distributor will be obligated to buy the entire package, thus assuring foreign distribution for *The ATMA Study*.

Should the Production Team use a foreign sales company, rather than a North American distributor with an overseas sales force, the distributors listed below sell high-level American independent films, and would be excellent candidates to sell *The ATMA Study*.

Alliance Pictures International	Trans- Atlantic Entertainment
Kushner-Locke International	Initial Entertainment
Overseas Film Group	Good Machine International
Lions Gate International	Cinequanon
Lumiere International	Lakeshore International
Capella	MDP Worldwide
BMG Entertainment	Ciby 2000
Summit	Quadra

In this scenario, it is possible to generate more money in terms of overall advances. However, the rate-of-return is much slower.

C. ANCILLARY MARKETS

Ancillary Markets are a vital part of a film, and are an excellent way to hedge the investment risk. As the marketing costs of movies continue to increase, ancillary markets have become useful financial safety nets, helping to lower the risk for films, as well as additional sources of revenue. Independent films like *The ATMA Study* have done exceedingly well in these markets, generating millions of dollars in revenue, and in some cases, generating more income than the film's theatrical release.

Until the mid-1970s, there were only two ways to exhibit filmed entertainment products - movie theaters, and network television. However, over the last twenty years, the shelf life of a film has become indefinite, as the entertainment industry has profited from the largest economic expansion since the industrial revolution, and the technology boom. With the birth of cable television, pay-per-view, VCRs, home video/DVD, and the Internet, the shelf life of a film has extended, and the entertainment revenue has nearly tripled to its current state of \$122 billion.

I. Home Video/DVD

The average American household owns two videocassette recorders, and the home video/DVD market is more than a \$20 billion a year industry. The home video/DVD market helps independent films like *The ATMA Study* reach more viewers, because it increases the life of the film, as well as the accessibility of the product. Furthermore, the home video/DVD market enables independent films to directly compete with larger studio films, whose videocassettes sit on the shelves of the same local video stores.

II. Cable Television

The ATMA Study should do exceptionally well in the cable television market. In addition to popular movie channels, (such as **HBO**, **Showtime**, and **Cinemax**), and commercial cable channels, (such as **USA**, **TNT**, and **Lifetime**), there are now pay-per-view channels airing studio and independent feature films.

Furthermore, three new cable stations, **The Independent Film Channel**, **Bravo!**, and **The Sundance Channel** have recently emerged, dedicated to showing only independently produced films. These films are not even required to have a domestic distributor.

III. Foreign Marketplace

America is the world's leader in pop-culture, evident in the fact that entertainment products are America's second-largest export.

Typically, the foreign rights for an average American film are equivalent to forty-five to sixty percent, (45-60%), of the average film's overall revenue. This figure is projected to steadily increase, as the rest of the world catches on to the technological revolution.

Currently in America, there is one theater per 10,000 citizens. Europe is further behind with one theater per 21,500 citizens, and Japan has only one theater per 62,500 citizens. However, things are starting to change overseas in both Europe and the Far East, where companies such as **United Artists**, **Cinemark**, **AMC**, **Hoyts**, **USA**, and **Lakeshore**, are making substantial investments.

Additionally, many countries such as Australia, India and Brazil, have just recently introduced cable television. Like the United States, it is expected to expand quickly, creating more revenue for independent features.

IV. Internet

Computer technology is still in its infancy, yet it is acknowledged as another money generating opportunity for the marketing of filmed entertainment. People can now watch movies on their computers, whether on discs, (CD-ROM and DVD), or on-line. As computer technology continues to evolve, so will the numerous ways to exhibit movies and generate revenue.

V. Other

Other worldwide markets such as hotel chains, airlines, cruise ships, universities, libraries, and military movie theaters, can significantly add to the revenues and profits. These markets could conceivably extend the shelf life and potential of films like *The ATMA Study*, for as many as five to ten years, or possibly longer.

TARGET AUDIENCES

The ATMA Study is geared towards the general global audience. There are three primary target audiences for this film.

A. THE AMERICAN INDEPENDENT AND SPECIALIZED AUDIENCE

B. THE FOREIGN FILM AUDIENCE

C. THE GENERAL PUBLIC

A. THE AMERICAN INDEPENDENT AND SPECIALIZED AUDIENCE

The primary audience for the film is the independent and specialized filmgoer. The independent filmgoer is the most active movie-going consumer, averaging twelve movies a year. This audience tends to be attracted to movies about meaningful stories, told in ways that are authentic. Most successful independent films usually contain compelling characters and content. *The ATMA Study* is precisely this type of film.

B. THE FOREIGN FILM AUDIENCE

Foreign filmgoers are attracted to stories that are not the typical, big-budget, Hollywood fare. They are curious about different cultures, enjoy the mystique of foreign locales, and want to see meaningful and emotional stories that speak intelligently about important issues. The foreign movie filmgoer is an easily targeted audience. They tend to live in identifiable urban and suburban areas, and can be reached both efficiently and economically through newspapers, film reviews, film magazines, film festivals, and trailers played at independent film theaters.

C. GENERAL PUBLIC

The ATMA Study, as an entertaining film with strong human interest content, has a broad appeal. A strong word-of-mouth from the core independent and specialized audience generates interest for a larger film-going audience. This "slow release strategy" is commonly deployed for independent films because it is more efficient and cost effective. A recent example of this is *My Big Fat Greek Wedding*. It started in a few specialty theaters in NY and LA and then slowly spread to the entire nation to earn more than \$240 million. As the film gradually grew in popularity, more free publicity was also generated. Although it's a different genre, *The ATMA Study* is similar in being an independent film that has broad mass appeal because of its good story and compelling subject matter. Because this groundbreaking film is an immensely entertaining and fascinating exploration of central questions like these that every person on the planet has, it will appeal to people across the globe. This entertaining film is part of the feature documentary genre that has increasingly produced immense revenue. Theater owners want to fill seats and sell over priced concessions. When a film proves itself in a limited market, it will be expanded to the general public in major theater chains.

PRINT/MEDIA CAMPAIGN

Through creative promotional advertising, the Print/Media campaign will be cutting-edge. The Production Team will retain a film advertising company help with the public relations and marketing publicity. The following avenues will be part of the network used for launching *The ATMA Study* advertising media and marketing campaign.

Television

Lifetime Channel	HBO	Showtime
TMC	A&E	Entertainment Tonight
Bravo!	E!	Independent Film Channel
Sundance Channel	Oprah	Oxygen

Industry Print-Magazines

Hollywood Reporter	Variety	Back Stage West
Entertainment Weekly	Screen	People

Women's Magazines

New Woman	Mode	Cosmopolitan	Glamour
Mademoiselle	Self	Vogue	Mirabella
Elle	Vanity Fair	O	

Print- Newspapers/Newsletters

Sunday Newspaper Supplements	IFP (Independent Filmmakers West)
WIF (Women In Film)	FMA (Filmmakers Alliance)
LA Weekly	New Times
LA Times	USA Today

Company Sponsored Promotional Product Placement & Advertising Tie-In Opportunities

Products

- Clothing/Shoes
- Computers
- Electronics
- Research websites and
- Genealogy companies
- Music
- Automobiles/Picture Cars
- Thomas Guide Maps
- Airlines/Travel & Tourism

PRIVATE OFFERING OVERVIEW

The ATMA Study PRODUCTIONS proposes and intends to secure production financing, from private investor(s) or a private investors group. By securing financing through private investor(s), we are able to control the quality and integrity of our film, thereby avoiding any frivolous costs or wasteful expenditures, often related to studio feature film productions. By keeping costs and expenditures under tight control, **The ATMA Study PRODUCTIONS**, is able to offer its investors a potentially lucrative investment opportunity in the film, *The ATMA Study*.

The Production Team intends to raise \$10 million to produce the film. Investors' money will be placed in a third-party escrow account, until the minimum budget has been raised. Because of the timing of cash requirements to secure name talent and economically advantageous vendor packages, substantial amounts of initial capital will be deposited in an interest-bearing account that is to be drawn upon as needed and supervised by a Production Auditor and a Certified Public Accountant. The span of the film production is at least one year. Beginning with pre-production through principal photography, post-production and ending with a distribution release. The research project will be conducted and filmed first. Simultaneously we will set up interviews with celebrities/public figures along with religious leaders from different traditions and scientific authorities around the world. Work on the film can and should proceed as soon as the project is fully funded no matter what time of the year as there is much preparation work required.

The ATMA Study PRODUCTIONS will offer via a Private Offering Memorandum, (POM), of 1,000 Units at \$10,000 USD per Unit. In addition to receiving a percentage of all net profits, investors who invest \$2 million or more will receive a 'Producer' credit in the film's end credits. An opportunity also exists for an investor to receive sole 'Executive Producer' title credit at the beginning and end credits with an investment of 100% or more of the needed capital.

The optimum opportunity for profitable filmmaking is in having a quality film that is independently financed and has worldwide commercial appeal. To produce a successful film on an independent basis, **The ATMA Study PRODUCTIONS**, will be conservative and careful in spending your money, yet creative and innovative in our filmmaking and storytelling. *The ATMA Study's* high quality, entertaining story and the vast film industry experience of its Team, offers the strong opportunity to be a successful and profitable investment.

Independent films often are very profitable, unlike studio films smothered in overhead costs. Recent examples of extreme overhead and creative accounting are award winning films such as *Forest Gump*, (over \$300 million theatrically), and *The English Patient*, (over \$230 million theatrically). The studios falsely claimed these films lost money. They thus avoided paying taxes and percentages to investors, actors and other key players. This type of well-known deception is driving the huge upfront cost of films and especially actors' salaries. Now one is foolish enough to believe the studio will share profits, so they demand as much money upfront or gross profit points as they can negotiate.

MARKET PROJECTIONS

The following projections all assume that *The ATMA Study* is released theatrically, yet they are conservative as to the overall advances for *The ATMA Study* in markets, domestic and foreign, as well as the theatrical and ancillary revenues.

Conservative projections, which used the similar independent film *Bowling for Columbine* as a model, indicate more than \$51.21 million in net profits. With our generous offer to you the investor, a moderate success would yield 213% ROI. The investment of \$10 million dollars would yield \$31.355 million dollars in about 6 years. The Production Team expects *The ATMA Study* to reach the success of *Bowling for Columbine*, but it has the potential of a hit like *My Big Fat Greek Wedding* (with over \$356 million to date in worldwide Box Office alone) -- and more than 1,500 % ROI and a yield of over \$160 million for you.

(* Please refer to Calculations on the next page for the following projections *)

<u>INITIAL INVESTMENT</u>	<u>\$10 million</u>
Return of Initial Investment	\$10 million
15% Incentive	\$1.5 million
Profit Split (50/50)	\$19.855 million
Total for Investors	\$31.355 million
Return On Investment	213%

PROJECTED CASH FLOW

Year 1 - Production of Film	- \$10 million
Year 2 - Sale of Film	+ \$10 million
Year 3-6 - Distribution	+ \$1.5 million (incentive)
Foreign & Domestic	+ \$19.855 million

Total Profit for Investors:	+ \$31.355 million
Return On Investment	213%

* While it is possible to get continued profits, most will accrue within 6 years. A smaller amount of ancillary revenues may take longer to accrue, and will still be covered by the investor's agreement. The Production Team will seek an advance from the distributor as part of any deal to cover investments, allowing for recouping the investment, (and perhaps profit), earlier than indicated.

Film production will take at least a year from pre-production through postproduction, ending with the creation of a master print. The actual release date depends on finalization of distribution arrangements, which may occur either before or after the film has been completed, and is an unknown variable at this time.

Calculations For Profit Projections

(* Please refer to Table on the next page for the following calculations *)

Box-Office figures reflect gross dollars of ticket sales, before the exhibitor splits the total with the distributor. Domestic rentals reflect the distributor's share of the Box-Office split with the exhibitor. Domestic Ancillary includes home video/DVD, cable, network TV, and television syndication. Foreign Revenue includes all moneys returned to distributors, from all venues outside the US and Canada.

With \$102.431 million in Distributors Gross Profits for worldwide total revenues, typically 50% goes to the distribution company and 50% goes to **The ATMA Study PRODUCTIONS**. All funds flow from each revenue source to the distributors, who will deduct their prints and advertising, (P&A), expense and generally pay back the negative pickup cost before distribution. Then they split revenues with the Production Company.

\$102.431 million X 50% = \$51.21 million company net profits

You the investors get back your original investment of \$10 million plus the 15% incentive.

15% of \$10 million = \$1.5 million (investor incentive)

\$ 51.21 million – \$10 million (budget) – \$1.5 million = \$39.71 million

Those remaining profits are split 50/50.

\$39.71 million X 50% = \$19.855 million

\$19.855 million + \$10 million + \$1.5 million = \$31.355 million

So you the investors get a total of \$31.355 million from a \$10 million investment. For the conservative projection, this yields a **213% ROI**. But the film has the potential to become a hit and produce more than a **1,000 % ROI**.

$$\frac{(\text{total benefit} - \text{total costs})}{\text{total costs}} = \text{_____} \times 100 = \text{ROI}$$

$$\frac{\$31.355 \text{ million} - \$10 \text{ million}}{\$10 \text{ million}} = \text{_____} \times 100 = 213\% \text{ ROI}$$

Bowling for Columbine (2002 documentary) - Budget: \$4,000,000

Domestic BO - \$21,289,000
Intl BO - \$36,700,000

US Video Rentals - \$48,300,000 From imdpro.com
Domestic Broadcast \$2,555,000
DVD sales revenue \$100 million Variety reported this figure for DVD sales revenue.
(source: www.leesmovieinfo.net)

Total: \$ 208,844,000

\$ 208.844 M total projected Gross income: \$ 104.422M Distros cut - \$1M (marketing) - \$.991M
(distro cost) = \$102.431 million distributor profit

\$51.21 M producers net profit

\$51.21 M - \$10 M original budget + \$1.5M (15% interest for investors) = \$ 39.71 M

Those remaining profits are split 50/50.
\$ 39.71 million X 50% = \$ 19.855 million

\$10 million + \$1.5 million + \$ 19.855 million = \$31.355 million in total return to investors

$$\frac{(\text{total benefit} - \text{total costs})}{\text{total costs}} \times 100 = \text{ROI}$$

$$\frac{\$31.355 - \$10 \text{ million}}{\$10 \text{ million}} \times 100 = 213 \% \text{ ROI}$$

An Inconvenient Truth (2006 documentary) - Budget: \$367,000

Domestic BO - \$23,808,000
Intl BO - \$17,800,000 from imdbpro.com

US Video Rentals - \$7,270,000 (as of 07 January 2007) From imdpro.com
\$28,816,000 - projected still in release
Domestic Broadcast \$2,858,000 - projected still in release
DVD sales revenue \$? no projections - too early

Total: \$ 73,282,000

\$ 73.282 M total projected Gross income: \$ 36.641M Distros cut - \$7M (marketing) - \$1.955M
(distro cost) = \$27.686 million distributor profit

\$13.843 M producers net profit (* not including DVD sales *)

March of the Penguins (2005 documentary) - Budget: \$8,000,000

Domestic BO - \$77,413,017
Intl BO - \$32,160,000

US Video Rentals - \$29,880,000 (as of 05 February 2006 - from imdbpro.com)
\$93,670,000 - projected from www.leesmovieinfo.net

Domestic Broadcast \$9,290,000 - projected from www.leesmovieinfo.net
DVD sales revenue \$? no figures or projections available- still in release

Total: \$ 212,533,000

\$212.533 M total projected Gross income: \$106.2665M Distros cut - \$20M (marketing) -
\$7.093M (distro cost) = \$79.1735 million distributor profit (* not including DVD sales *)

What the #\$*! Do We Know!? (2004 documentary) - Budget: \$5,000,000

Domestic BO - \$10,941,801
Intl BO - \$12,254,817 - projected from www.leesmovieinfo.net

US Video Rentals - \$13,240,000 - projected from www.leesmovieinfo.net

Domestic Broadcast \$1,313,000 - projected from www.leesmovieinfo.net
DVD sales revenue \$? no projections - still in release, too early

Total: \$ 37,749,618

\$37.74 M total projected Gross income: \$18.87 Distros cut - \$1M (marketing) - \$.525M (distro cost) = \$17.345 million distributor profit (* not including DVD sales *)

Fahrenheit 9/11 (2004 documentary) - Budget: \$6,000,000

Domestic BO - \$119,078,000
Intl BO - \$101,622,000

US Video Rentals - \$28,700,000 (as of 05 December 2004 - from imdbpro.com)
\$144,084,000 - projected from www.leesmovieinfo.net

Domestic Broadcast \$14,289,000 - projected from www.leesmovieinfo.net
DVD sales revenue \$? no figures or projections available- still in release,
but 2 million units sold on day 1 www.leesmovieinfo.net

Total: \$ 379,073,000

\$379.073 M total projected Gross income: \$189.5365M Distros cut - \$15M (marketing) -
\$7.768M (distro cost) = \$166.7685 million distributor profit (* not including DVD sales *)

Super Size Me (2004 documentary) - Budget: \$300,000

Domestic BO - \$11,529,000
Intl BO - \$18,000,000

US Video Rentals - \$17,100,000 (as of 26 December 2004 - from imdbpro.com)

Domestic Broadcast \$1,383,000 - projected from www.leesmovieinfo.net
DVD sales revenue \$? no figures or projections available- still in release

Total: \$ 48,012,000

\$48.012 M total projected Gross income: \$24.006 Distros cut - \$1M (marketing) - \$.751M (distro cost) = \$22.255 million distributor profit (* not including DVD sales *)

INVESTORS' RETURN

A. Investors' Position

Traditionally, investors are the last group to receive any net profits. More often, net profits are initially split between production costs, as well as cast and crew deferrals. However, the Production Team recognizes the importance of the investors in assisting in the success of this project. The investors participate directly in the net revenues at a rate of 100%, (90%-10%), until fully recouping their investment. Therefore, all income and profits realized by the film, less costs such as exhibition and distribution, as well print and advertising costs will be allocated as follows:

- Stage One. One hundred percent (100%) of the first \$10 million US dollars of a sale or net profits, whichever occurs first, from *The ATMA Study*, will go to pay investors. The breakdown will be 90% for Investors - 10% for **The ATMA Study PRODUCTIONS**, for marketing and operations costs, until the investors fully recoup their investment.
- Stage Two. Next all net profits will be allocated to investors' earnings to provide 15% interest. This second stage will insure that all investors receive an immediate 15% return on their investment, for a total of 115% recoupable income for each investor.
- Stage Three. All net profits thereafter will be equally allocated, (50% - 50%), between investors and **The ATMA Study PRODUCTIONS**.

B. Rate of Return

Below is a sample Rate of Return Timeline for *The ATMA Study*, based on the typical exploitation that a feature film experiences, once it has been completed and enters the market place. If *The ATMA Study* sells to one distributor for all rights, the rate of return can be eighteen months, or in this example, the middle of the year.

Projected Rates of Revenues

Revenue Streams	1st Year	2nd Year	3rd Year	4th Year	5th Year	6th Year
US Theatrical		xxx				
US Cable & Pay TV		xxx	xxxx			
US Video			xxxxxxx			
Foreign Theatrical			xxxxxxx			
Foreign Video				xxxxxxx	xxx	
US Network TV				xxxxxxx		
Foreign TV				xxxx	xxxx	
Syndicated TV					xxxx	xxxxx
Other Sources			xx	xxxxxxx	xxxxxxx	xxxxxx

PROFITABILITY POTENTIAL

" The history of the film industry clearly demonstrates that everyone starting out to make a picture, from the established entrepreneur with the multimillion-dollar studio spectacular to the first-time producer with a low-budget film, stands a chance of having a hit. A computer study that researched the success-to-failure ratio of producers and directors over a period of twenty-five years, examining some 300 pictures, both majors and independents, arrived at the 'absolutely inescapable conclusion that the ratio of success to failure is the same for any producer or director over a given span of time, regardless of reputation.' No combination of producer, writer, director, stars, or story concept will guarantee a success. Alternately, it is possible for an unknown producer with a no-name, low budget picture to produce a hit."

(source: Independent Feature Film Production by Gregory Goodell)

"The top five revenue ratio return champs of 1997 were all made for less than \$6 million. None had stars or gross talent participants, and only one was a genre item with a built-in niche audience to target. Conversely, the pics that missed the mark and returned the smallest fraction of their financial risk had average budgets of \$35 million. ...

However, what's become the most important aspect in discussing profitability is the line that separates two distinct approaches to moviemaking.

On the one hand, there are significant monies to be made in producing or acquiring low budget, niche appeal films with the potential to cross over into the mainstream. 'The Full Monty' is the ultimate success story in that area. [now surpassed by 'Blair Witch Project']

The other extreme is the so-called mass appeal event pictures that embrace special effects movies, ... 'Titanic' should provide \$100 million in profit to the studio. But that amount roughly equals the returns of 'The Full Monty.' "

(source: VARIETY Feb 23-March 1, 1998 -- "Smaller pix enjoy happier returns than blockbusters" pgs: 1, 66, 72)

Until recent years, the major studios (Warner Brothers, Paramount, Disney, etc.) all maintained extensive production facilities. With significant overhead expenses, demand for - bigger, better, more effects, and the rise of unions, guilds, and especially the salaries of actors (Julia Roberts and Mel Gibson make over \$20 million per film), film budgets began to rise. As a consequence, smaller production entities, the independents, arose. Independent films have been steadily gaining market share in the 1990s. Today the worldwide market for independent films is estimated to be \$4.3 billion with \$2.7 billion of that grand total being worldwide box office gross. Typically, the studios don't even consider financing and producing a film for less than \$10 million. Their high overhead expenses and union contracts make it impossible for them. Instead, they buy and distribute completed independent films, because of the low risk and high profit potential. Therefore independent films must seek financing from private equity investors and anywhere else possible.

For this reason, studios concentrate on producing mega budget star driven extravaganzas with small margins. Independents are known for unique story driven films made with a low budget and often by the vision, determination and drive of writer-directors. These films typically have a niche audience but are more frequently breaking out to a mass audience and returning enormous profits -like "The Blair Witch Project", "Sling Blade," "The Full Monty", "Shine" and "My Big Fat Greek Wedding."

This increase in the popularity and profitability of independent films has driven every major studio to open its own "independent" division to buy, promote and distribute films from independent filmmakers. Specialty "art house" theaters have also been expanding in number and areas around the U.S. to accommodate the audience demand for Independent films.

A. Advance

When distributors purchase a film for distribution, they typically pay an advance for the right to sell the film in the marketplace. Depending on the film and its demand, an advance can range anywhere from a fraction to many times the negative cost of the film.

B. Overages

'Overages' is the movie term for net profit. 'Overages' are achieved after the 'Producer's Receipts' have been recouped by the film's distribution company.

Producer's Receipts are defined as any money spent by the distributor on behalf of the film -- the advance, costs of marketing, etc. For example, if a distributor pays a million dollar advance for the North American rights to a film, and spends another million on prints and advertising (P&A), the Producer's Receipts are two million dollars.

C. Performance Bonuses

It is sometimes difficult for a producer to control the amount of money a distributor spends on P&A. There is, however, a solution to this problem. By putting a cap on the Producer's Receipts, any additional moneys the distributor spends to release the film, will come out of the distributor's receipts.

Another solution is to implement a 'Performance Bonus.' This means that irrespective of how much the Producer's Receipts may be, the Producers or Investors will see overages based solely on bonuses of the film's performance at predetermined gross-revenue markets.

Assuming *The ATMA Study* sells due to optimum circumstances, the Production Team will negotiate for a Performance Bonus scenario.

D. Owning Negative/Copyright

By independently financing *The ATMA Study*, instead of studio financing, the Producer will retain ownership to the negative and copyrights. This enables the Producers/Investors to enjoy revenue for many years to come.

An average license term a distributor negotiates ranges from 7 to 25 years, while ancillary distributors have shorter licensing terms, ranging from 5 to 10 years. Renewing licenses is very lucrative and creates a very long revenue stream.

Additionally, by owning the negative, the Producers/Investors have the ability to enjoy income from ancillary sources that may be currently unknown. For example, the old Marx Brothers' films were thought to have no value. However, years later, after the rights had reverted back to the Marx Brother families, they were re-sold for re-release to television, and later home video/DVD, cable, etc. Sixty-five years later, these films actively generate money for the original financiers. Also, the films that Jim Carrey made before becoming a superstar have re-emerged, creating incredible new revenue for the producers of those films.

With *The ATMA Study*, not only will Producers have a strong cast of today, but also we hope to feature the stars of tomorrow. More importantly, Producers/Investors will continue to own the negative and copyrights, as the rights revert back to us over time.

The explosive growth of the paid cable and foreign television markets, (markets which fit into the independent distributor's strength), has made producing quality moderately budgeted feature films such a worthwhile venture. Foreign markets are seen to retain their market share over the coming years. The most crucial statistic is that in 1998, non-domestic theatrical revenues accounted for 85% of the total, and accounted for 90% in 1999. For this reason, there has been a proliferation of production companies springing up in Hollywood over the last few years, owned by larger entities. These companies specialize in the production of films under \$10 million, and are distributed profitably in non-domestic theatrical markets only, (foreign television, paid cable, and home-video/DVD). *The ATMA Study's* marketing plan is to secure a paid-television/home video/DVD release, as well as a domestic theatrical release.

In a worst-case scenario, one should consider the possibility that the picture would not receive any domestic theatrical release at all. At the 2001 American Film Market, 80% of the movies featured were for non-theatrical release. It is clear that worldwide television, home-video/DVD, and paid-cable markets and the emerging Internet market alone could be sufficient to recoup the production costs of a \$10,000,000 motion picture, and still make a profit. There are no P & A, (print and advertising), costs associated with this type of distribution, and the revenues are subject to minimal expenses and straight fees. **The ATMA Study PRODUCTIONS** will be seeking a Domestic Distribution deal that will include all ancillary markets.

Low-Budget, High Quality

We believe that we can create a film with a much higher value than our relatively low budget suggests. The true value of a film is not determined just by its budget. Rather, it is directly related to the quality of its execution, also known as production value. History shows that there is little correlation between cost and commercial value in filmmaking. Many big-budget flops earn only a fraction of their costs, while a film like *Halloween*, produced on a budget of \$300,000, generated approximately \$65 million in total revenues. The success of *My Big Fat Greek Wedding*, which had a budget of \$5 million and has made over \$240 million in US box alone, is a recent example of the potential of independent films. As for artistic value, many believe that independents have cornered the market, while big studios emphasize special effects and explosions.

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INVESTMENT/PROFIT PAYMENT

The total contribution for you the investor is paid in full from any and all income received from the sale and distribution of *The ATMA Study* including but not limited to theaters, home video/DVD, pay-TV, and cable television and foreign sales.

When a distributor picks up a film the producer and distributor will enter into a payment agreement. Sometimes, the distributor will purchase the film, in order to pay-off the producer's negative costs and then enter into a revenue sharing agreement, usually split 50/50. If a distributor does not pick-up the negative costs initially, the producer negotiates with the distributor to pay-off the cost of printing and advertising for the film first, then the producers will payoff the investors.

Once all investments and negative costs are recouped, the revenue share agreement goes into effect. All gross revenue brought to the distributor by the film is split between the distributor and the producer. Investors begin to receive their share of the producer's new take, based on the points allocated prior to production. A company-paid accountant will be responsible for the accurate and timely distribution of all revenue.

Unfortunately, there are independent films and big budget studio films that do not generate profit. The success of any film cannot be guaranteed and investors shall note that there are no guarantees that a film will receive a profit or return on the investment. However, many independent film projects have succeeded in providing a return to the investor, due to the lower initial investment and greater possible earnings available in the home video/DVD market. Many movies that never make a cent on the big screen do incredibly well in the home video/DVD market.

Investors will receive screen credit as well as a videocassette or DVD copy of the finished film autographed by the director and the cast. Additionally, while we are in production, we will provide each investor with unlimited access to our website, which will have film and audio clips of the film streamed to the Internet, and will be accessible only to distributors and other VIPs by invitation.

As an investor in the feature film, *The ATMA Study*, no investor will be held liable for any accidents or lawsuits stemming from the production of the film. The production company will incur all liability. Investors should also be aware that if the film loses money or provides no return to the investors, in no way will the Production Team or **The ATMA Study PRODUCTIONS** be held accountable for any such losses.

RIGHTS AND LIMITATIONS

Any and all funds for the film's production are to be held in an escrow account. Such funds will not be released until the entire budget has been raised and the film begins production. If, due to unforeseen events, the film does not begin production within 100 days of the agreed designated date, **The ATMA Study PRODUCTIONS**, shall forfeit investor's funds, and immediately return to all parties, any and all moneys due.

Kyle Schmierer, as the chief executive of the company producing the film and as the writer/producer/director of the film *The ATMA Study*, shall retain all creative and artistic control of the motion picture and its subsidiary products, (i.e. soundtrack and merchandise), regardless of the size of the investment. With this full control also comes full and complete responsibility for the film and to you the investor.

* Please note: Although the research and film will then be used to promote and advance a major prime time one hour drama series for the major networks about reincarnation, this investment is limited to the documentary and book project. TV series have a very different business model and would require a different business plan and additional investments for each episode. I can offer investors in the current documentary and book project the first opportunity to invest in the TV series or other projects.

BENEFITS VERSUS RISKS

One of the major benefits of a motion picture investment is directly related to its greatest risk. First, the return for a successful motion picture investment can be quite disproportionate to the investment. A motion picture does not have a fixed production markup for each item sold and therefore, once its cost has been recouped, all income, after marketing expenses, is pure profit. It must be noted that the blockbuster picture is not commonplace, but an investor who chooses the right project will reap the reward of making back many times his investment and for quite some time, even without a blockbuster.

Secondly, the glamour of being associated with a film production certainly has many intangible rewards that are specific to each individual investor.

A third benefit is the modest fixed costs. Unlike other investments, the motion picture industry requires no significant investment in a factory, plant, or equipment. It is basically a service business. Personnel can be hired on a project basis and a film can be marketed through existing distribution channels.

A fourth and very important benefit is sequential marketing. A motion picture has the potential of generating significant revenues long after its initial release by way of reissues, remakes, sequels, and exploitation of new markets.

Lastly, and more importantly, is the rapid return on investment. The primary theatrical release of a film takes a small amount of time, (3 to 9 months); thereafter, if the film is successful, the return on capital can be accomplished quite quickly. All of these benefits are especially likely in a completed film acquisition, such as should be the case with *The ATMA Study*, where the initial investment is relatively low.

"The top five revenue ratio return champs of 1997 were all made for less than \$6 million. None had stars or gross talent participants, and only one was a genre item with a built-in niche audience to target. Conversely, the pics that missed the mark and returned the smallest fraction of their financial risk had average budgets of \$35 million. ... However, what's become the most important aspect in discussing profitability is the line that separates two distinct approaches to moviemaking. On the one hand, there are significant monies to be made in producing or acquiring low budget, niche appeal films with the potential to cross over into the mainstream. 'The Full Monty' is the ultimate success story in that area [now surpassed by 'Blair Witch Project' and 'My Big Fat Greek Wedding'] (source: VARIETY Feb 23-March 1, 1998 -- "Smaller pix enjoy happier returns than blockbusters" pgs: 1, 66, 72)

RISKS

The business of producing and selling motion pictures is highly speculative, due to the production and distribution nature of the industry, along with the subjective nature of audience demand and thus is considered high-risk. No assurance can be given of the economic success of any motion picture. As with any investment in any industry, there can be no guarantee of a return on your investment with this film project. These risk factors should be carefully considered, before any investment is made in any venture.

The ultimate profitability of any motion picture is largely a function of the cost of its production and distribution, in relation to its ultimate revenue and audience appeal. This cannot readily be ascertained in advance and is a factor over which the Production Team has no control. Accordingly, there is a degree of risk that the production and marketing of a film will not yield profits to its investors, or to its Production Team. There is no guarantee that any investment in a film production will be regained, but due to the expanding ancillary markets and our ability to make a high quality film for a low cost the risks are drastically decreasing.

However, as is commonly known, high-risk investments can yield high returns. Indeed, it is possible that a film could produce very substantial returns for investors, unparalleled in other more conventional investments.

"The history of the film industry clearly demonstrates that everyone starting out to make a picture, from the established entrepreneur with the multimillion-dollar studio spectacular to the first-time producer with a low-budget film, stands a chance of having a hit. A computer study that researched the success-to-failure ratio of producers and directors over a period of twenty-five years, examining some 300 pictures, both majors and independents, arrived at the 'absolutely inescapable conclusion that the ratio of success to failure is the same for any producer or director over a given span of time, regardless of reputation.' No combination of producer, writer, director, stars, or story concept will guarantee a success. Alternately, it is possible for an unknown producer with a no-name, low budget picture to produce a hit."

(source: Independent Feature Film Production by Gregory Goodell)

BUDGET OVERVIEW

The ATMA Study is designed to make use of picturesque/photogenic locations around the world. All of these beautiful locations dramatically add to the scope, richness and audience appeal of the movie. The beauty of our independent film is that it does not take much to turn a profit.

Our objective is to produce a very high quality film for a budget of \$10 million in the documentary/reality genre. The budget that follows itemizes all the expenses so you the investor can know exactly where the money is going. This \$10 million figure includes the added cost of computer generated digital effects to increase the entertainment value of the film.

Money will be raised by private investments, corporate sponsorship, and/or film finance companies. Investors will be paid a percentage from net profits, based on the amount invested. By defraying the costs through profit participation for key cast and crew, corporate sponsorships, product placements, and negotiated discounts/contributions of services and equipment, along with many other strategies to do more with less money, *The ATMA Study* will have a production value significantly higher than its actual cost. This is good news for investors who stand to benefit from a larger profit margin. Because our costs are kept reasonable, it allows for a lower risk investment and a higher potential for profits, than is usually offered.

Being an independent production enables the Production Team to make a refined film at a fraction of the industry's standard cost without sacrificing the quality of the film. Working outside the Hollywood system provides economies not available to major studios bound by the entanglement of union agreements, costly and cumbersome work conditions, and massive overhead. The Production Team has the freedom to create new and improved methods that are more practical, efficient and effective. Below-the-line crews of *The ATMA Study* will be non-union, but will be paid fairly and treated well. Every person in the team will be encouraged to contribute ideas that will create a better film for less money. All will be rewarded for the success of the film. Profit participation, the quality and challenge of the movie, and the rewarding work environment of the project will attract top talent and seasoned professionals. Above-the-line talent will be members of the SCREEN ACTORS GUILD. **The ATMA Study PRODUCTION** Team believes that having quality actors is important to the movie and its marketability and SAG is very easy to work with and eager to help independent filmmakers.

Most importantly for the success of this project, the subject matter is very compelling, entertaining and meaningful. As the writer-producer-director my future depends on not only creating a great film but also working magic within a firm, tightly controlled budget and shooting schedule that will yield a very profitable film as well.

The ATMA Study

BUDGET

The ATMA Study

Writer/Producer/Director: Kyle Schmierer
U.P.M.: TBD

SAG, Non-Union
Principal Photography: 150 days

Location: Principal Photography: Arizona & worldwide

Prep: 16 wks - Shoot: 30 wks - Post: 24 wks

A USA Production

Acct#	Category Title	Page	Total
803-00	WRITING	1	\$50,000
805-00	PRODUCER & STAFF	1	\$190,000
807-00	DIRECTOR & STAFF	1	\$197,000
809-00	TALENT/RESEARCH SUBJECTS	1	\$1,000,000
Total Above-The-Line			\$1,437,000
811-00	PRODUCTION STAFF/TECHNICAL ADVISORS	2	\$494,000
813-00	CAMERA	4	\$343,800
814-00	ART DEPARTMENT	4	\$146,850
815-00	SET CONSTRUCTION	4	0
816-00	SPECIAL EFFECTS	5	\$64,000
817-00	SET OPERATIONS	5	\$167,440
819-00	ELECTRICAL	6	\$154,760
821-00	SET DRESSING	6	\$195,000
823-00	ACTION PROPS	7	\$82,280
825-00	PICT. VEHICLES & ANIMALS	7	0
827-00	SPECIAL PHOTOGRAPHY/DIGITAL EFX	7	\$1,600,000
829-00	EXTRA TALENT	7	\$10,000
831-00	WARDROBE	8	\$100,000
833-00	MAKEUP & HAIR	8	\$100,000
835-00	SOUND	8	\$77,800
837-00	LOCATION/TRAVEL	8	\$626,250
839-00	TRANSPORTATION	9	\$100,000
841-00	FILM & LAB	10	\$363,073
843-00	TESTS	10	\$10,000
847-00	SECOND UNIT	10	0
Total Production			\$4,635,253
851-00	EDITING & PROJECTION	11	\$171,500
853-00	MUSIC	12	\$140,000
855-00	SOUND (POST PRODUCTION)	12	\$124,500
857-00	FILM, TAPE, & LIBRARY	12	\$316,450
859-00	TITLES & OPTICALS	12	\$26,000
Total Post Production			\$778,450
861-00	INSURANCE	13	\$75,000

ACC000052
AMADIN #7952

The ATMA Study

Page: 2

Acct#	Category Title	Page	Total
862-00	PUBLICITY	13	\$200,000
865-00	GENERAL EXPENSES	13	\$474,250
	Total Other		\$749,250
	Contingency: 10.00%		\$1,000,000
	Marketing & Promotion (P & A) Film Festivals		\$1,400,000
	TOTAL ABOVE- THE-LINE		\$1,437,000
	TOTAL BELOW-THE-LINE		\$8,562,953
	TOTAL ABOVE & BELOW- THE-LINE		\$9,999,953
	GRAND TOTAL		\$10,000,000

ACC000053
AMADIN #7952

DISTRIBUTION OVERVIEW

With the merger of large independent distributors like Miramax, New-Line and October Films with the mega-media companies of Walt Disney, Time Warner Broadcasting, and USA Network respectively, *the field has been left wide-open for the smaller independent distributors to increase their own market-share*. These smaller companies are actively in search of and acquiring quality indie product.

Independent distributors have the knowledge and the patience to best handle small, mixed-genre films. These types of distributors will allow for a film to find its audience by slowly focusing their marketing and promotional activities to a handful of primary markets. This in no way means that the independent distributor will not want to release films with mass appeal. It's just that with smaller budgets and less recognizable stars, these distributors have the expertise that the big studio distributors lack in finding audiences for these films, as well as the patience to not give up on the film as easily as the studios tend to do. The independent distributor focuses on fewer films, therefore our film will receive more attention and care than it would at a studio. Once a distributor acquires a product, which in this case would be *The ATMA Study*, marketing of the film becomes their job. This job involves the representation of the film, the placement of advertising in the various forms of media, the selection of a sales approach for exhibitors and foreign buyers, and the promotional campaigns that add to a film's "hype."

The first step in distribution of a film is having copies made of it for theatrical exhibition. These prints of the film are duplications of our master-print, which is made from the original negative. A print usually runs between \$1,200 and \$1,500 depending on the length and cost of film stock. Although a low-budget film does not open as wide and have as many prints as a typical studio release, several hundred may be made throughout the film's release period.

A film's domestic territory is considered the United States and Canada combined. Domestic rights refer not only to **theatrical exhibition**, but **home video/DVD**, **cable**, **pay-per-view**, **network television**, and the **Internet**. If a producer makes a distribution deal with a distributor for one or more, but not all, of these many outlets before the film is made, this is called a **Pre-Sale**.

Although, a pre-sale can help the producer pay for the financing of their film, it often makes the deal with other potential distributors less attractive, because most distributors who acquire films from markets and festivals wish to represent the film in all domestic distribution outlets, not just whatever is left-over.

1 BEFORE THE ARIZONA CORPORATION COMMISSION

2 SECURITIES DIVISION

3
4 IN THE MATTER OF THE
5 INVESTIGATION OF:

) FILE NO. 7952
)
)
)
)

6 AMADIN and KYLE SCHMIERER.
7
8
9

10 At: Phoenix, Arizona

11 Date: February 26, 2009
12
13

14 EXAMINATION UNDER OATH OF

15 KYLE J. SCHMIERER



16
17
18
19 ARIZONA REPORTING SERVICE, INC.

Court Reporting

Suite 502

2200 North Central Avenue

Phoenix, Arizona 85004-1481

22 By: MICHELE E. BALMER
23 Certified Reporter
 Certificate No. 50489



24 Prepared for:

25 ACC SECURITIES DIVISION

CERTIFIED COPY
(When in red)

1 INDEX TO EXAMINATIONS

2 WITNESSES PAGE

3 KYLE J. SCHMIERER

4 Examination by Ms. Coy 4

5

6

7

8

9

10 INDEX TO EXHIBITS

11 NO. DESCRIPTION MARKED IDENTIFIED

12 1 Exhibit "A" - Response to
13 Subpoena 4 1414 2 Document entitled "The ATMA
15 Study" (Bates ACC000001
16 through ACC000078) 15 15

16

17

18

19

20

21

22

23

24

25

1 EXAMINATION UNDER OATH OF KYLE J. SCHMIERER, was
2 taken on February 26, 2009, commencing at 9:00 a.m., at
3 the offices of the Securities Division, Arizona
4 Corporation Commission, 1300 West Washington Street, Third
5 Floor, Phoenix, Arizona, before MICHELE E. BALMER,
6 Certified Reporter No. 50489 for the State of Arizona.

8 APPEARANCES:

9 For the Arizona Corporation Commission Securities
Division:

11 Ms. Wendy Coy, Attorney
1300 West Washington Street
Phoenix, Arizona 85007

13 ALSO PRESENT:

14 PEGGY SCOZZARI, Special Investigator,
Securities Division

18 MICHELE E. BALMER
Certified Reporter
Certificate No. 50489

1 (Exhibit No. 1 was marked for identification.)

2 MS. COY: Can you administer the oath, please.

3

4

KYLE J. SCHMIERER,

5 called as a witness herein, having been first duly sworn

6 by the Certified Reporter to speak the truth and nothing

7 but the truth, was examined and testified as follows:

8

9

EXAMINATION

10

11 Q. (BY MS. COY) This is part of an inquiry by the
12 Securities Division of the Arizona Corporation Commission
13 in the matter of Kyle Schmierer, Amadin, and ATM Study
14 Film Productions, LLC, in order to determine if there's
15 been full compliance with the Securities Act of the state
16 of Arizona. The information obtained today may reveal
17 violations of statutes outside the Securities Act.

18

Mr. Schmierer, you have the right to refuse to
19 answer any questions if you think the answer may tend to
20 incriminate you. You have the right to refuse to produce
21 any private papers which you feel may tend to incriminate
22 you. You do not have the right to refuse to produce
23 corporate papers based on any claim of self-incrimination.

24

Do you understand that you have the right to be
25 represented by counsel?

1 A. Yes. It's a moot point being that if you can't
2 afford one. That's a flaw in the system.

3 Q. Would you like to go forward --

4 A. I would like to state for the record that that's
5 incredibly unfair. This whole system, the way the
6 government is treating me and the fact that I can't afford
7 an attorney, is unfair. The system is unfair and unjust.
8 I'll state that for the record.

9 Q. Would you like to go forward without any
10 attorney?

11 A. I don't have a choice.

12 Q. If so, it will be assumed that you're waiving
13 your right to counsel. If at any time you feel you need
14 legal counsel, tell me immediately and we will stop this
15 proceeding to allow you to obtain counsel.

16 The reporter will go off the record --

17 A. Will I be paid or will I be given a court-
18 appointed attorney?

19 Q. This isn't a criminal proceeding; therefore,
20 you're not entitled to one.

21 A. Okay. Then it's not really a right. It's only a
22 right for the rich.

23 Q. We can stop it and you can get an attorney.
24 Otherwise --

25 A. I can't afford an attorney. I can hardly afford

1 gas to get here. How can I afford an attorney that's
2 \$200, \$300 an hour?

3 Q. The reporter will go off the record at my
4 direction. If you would like to go off the record, tell
5 me and I will try to accommodate you.

6 The reporter will note for the record each time
7 you consult -- oops. Since your attorney -- or I'm sorry.

8 Since your testimony is being recorded by the
9 reporter, please respond verbally as opposed to nodding or
10 shaking your head. Also, let me finish asking a question
11 before you answer so there will not be two people speaking
12 at once. If you don't hear a question or don't understand
13 a question, say so and the reporter will repeat it or I
14 will explain the question further.

15 You are under oath, so any false statements that
16 you make may be criminally prosecuted as perjury. Do you
17 understand?

18 A. Yes.

19 Q. Please state your full name.

20 A. Kyle Schmierer.

21 Q. Do you have a middle name?

22 A. Jonathan.

23 Q. Have you ever used any other name?

24 A. No.

25 Q. Are you taking any medication or do you have a

1 physical problem that would prevent you from hearing or
2 understanding my questions?

3 A. No.

4 Q. What is your home address?

5 A. [REDACTED]
6 Arizona, [REDACTED].

7 Q. How long have you resided there?

8 A. I don't know the exact number, so I don't want to
9 be charged for perjury for not getting the exact date or
10 hour right.

11 Q. Can you give us -- has it been a year? Five
12 years? Ten years?

13 A. I'm guessing, off the top of my head, to the best
14 of my recollection, approximately three years.

15 Q. Where did you reside prior to that address?

16 A. In Chandler, Arizona. I don't recall the number
17 or the address.

18 Q. Do you recall the cross streets?

19 A. No, I do not.

20 Q. How long were you in Chandler?

21 A. I don't recall. I didn't know that -- I don't
22 see how this is even pertinent, so I didn't prepare a list
23 of my prior whereabouts.

24 Q. Well, were you there approximately a year?

25 Longer? Shorter?

1 A. I don't recall, so I don't want to give a
2 question in which can then be -- someone can try to
3 persecute me for -- throw the book at me for just getting
4 the date wrong. I don't recall.

5 Q. What I'm trying to do is find out your residences
6 for the past 10 years. And so --

7 A. It would have been nice if that -- that should
8 have been displayed in the exhibit or the requirements
9 that I was supposed to have done. I could have prepared
10 something that would have been more accurate rather than
11 relying on memory when I'm extremely nervous and feel
12 extremely upset by this whole situation.

13 I don't recall. Given my current distressed
14 mental state and my feeling of injustice, this whole
15 process, I don't recall. And I should have been given --
16 if that's something that I needed to answer, it should
17 have been included so I could have prepared adequately for
18 that.

19 Q. Do you own or rent your current home?

20 A. Rent.

21 Q. What is your home telephone number?

22 A. [REDACTED].

23 Q. I'm going to ask you your social security number.
24 You are not required to provide it to me. I am required
25 to tell you that we use that information for location and

1 identification purposes only.

2 What is your social security number?

3 A. I choose not to give it then.

4 Q. What is your occupation?

5 A. Filmmaker.

6 Q. Where are you currently employed?

7 A. I'm self-employed.

8 Q. Do you have a business entity that you operate
9 under?

10 A. I believe the legal structure is a "doing
11 business as." There's no -- I don't have a corporate or
12 separate entity.

13 Q. Okay. Do you do business under another name
14 other than your own name?

15 A. I'm not sure what you're going to ask, so I will
16 take the Fifth on that. I don't understand why you're
17 asking that. I'll take the Fifth on that. I don't
18 understand why you're asking that, and I'm not going to
19 get myself into trouble getting tricked into doing
20 something. So I take the Fifth Amendment.

21 Q. First of all, I understand that. You have every
22 right to do so. First of all, we are not trying to trick
23 you. The question was: Do you operate under --

24 A. I know what you're getting at so --

25 Q. Okay. Not two people speaking at once. I'll let

1 you have your say in just a moment.

2 All the question is asking is: Are you doing
3 business under a name other than Kyle Schmierer?

4 A. I take the Fifth Amendment, because I don't
5 understand why you're asking the question; therefore, I
6 don't feel I can answer it adequately without risking some
7 kind of adverse penalty.

8 Q. Mr. Schmierer, I'm not authorized to compel you
9 to give evidence or testimony as to which you claim your
10 privilege against self-incrimination, and I have no
11 intention of doing so. In addition, I do not have the
12 authority to grant you immunity, and I do not intend to.

13 Any question that I ask hereafter will be with
14 the understanding that if you want to claim your
15 privilege, you need to merely state that you refuse to
16 answer on the grounds that your answer may incriminate
17 you. You are not compelled to answer any further
18 questions if you wish to assert your privilege.

19 Accordingly, if you answer any questions, you will be
20 doing so voluntarily.

21 Do you understand?

22 A. Yes.

23 Q. What is your business address?

24 A. I'll invoke my right not to testify.

25 Q. It is our intention at this proceeding to

1 continue to ask questions. We will not compel answers
2 from Mr. Schmierer, and he has every right to assert his
3 Fifth Amendment privilege to those questions.

4 What is your educational background?

5 A. How is this relevant to anything?

6 Q. I'm not providing -- I'm not supposed to be
7 answering questions here; you are. I'm asking what is
8 your educational background?

9 A. Can you explain the question further? That is an
10 extremely vague question. What do you really want to
11 know? I don't know what I'm supposed to answer with that.

12 Q. Did you graduate from high school?

13 A. Yes.

14 Q. What high school?

15 A. Tom C. Clark High School, San Antonio, Texas.

16 Q. Did you graduate from college?

17 A. Yes.

18 Q. Where did you attend college?

19 A. Northland College in Ashland, Wisconsin.

20 Q. And did you attend any type of postgraduate
21 school?

22 A. Yes.

23 Q. And where did you attend postgraduate school?

24 A. New York University, New York City.

25 Q. What was your course of study for college?

1 A. I'm not sure what you're referring to.

2 Q. Your undergraduate degree.

3 A. Global environmental studies.

4 Q. What was your degree in? Did you receive a
5 postgraduate degree?

6 A. I believe it's officially considered a
7 postgraduate certificate.

8 Q. And what area of study did you have for your
9 postgraduate certificate?

10 A. Filmmaking.

11 Q. Have you taken any courses in investments?

12 A. Not any authorized or, you know, not through an
13 institution, not through an accredited institution.

14 Q. What is your employment history since high
15 school?

16 A. Since high school? Freelancing.

17 Q. Freelancing as a filmmaker?

18 A. Primarily, yes.

19 Q. And have you been doing that for the last 10
20 years?

21 A. Yes.

22 Q. Okay. Have you taken any courses in accounting?

23 A. Not any accredited courses through an accredited
24 institution.

25 Q. Back to the courses in investments, have you

1 taken any, say, weekend seminars, free seminars, things
2 like that, related -- that is not at a formal college or
3 school in investments?

4 A. No.

5 Q. How about in accounting?

6 A. Again, not any structured, formal classes from
7 accredited institutions.

8 Q. Are you the officer or director of any
9 corporation?

10 A. A corporation, no.

11 Q. How about a limited liability company?

12 A. I'm the manager of ATMA Study Film Productions,
13 LLC.

14 Q. Excuse me. Can you say the name again?

15 A. ATMA Study Film Productions, LLC. It's in the
16 exhibit.

17 Q. Okay. And where is that organized?

18 A. Wyoming.

19 Q. Okay. Let's go to that since you raised the
20 issue. In response to the subpoena that was served upon
21 you, you provided the office the Exhibit A with responses
22 for each category of documents that was requested; is that
23 correct?

24 A. To the best of my recollection and to the best of
25 my ability, I tried to answer the questions as best I

1 could.

2 Q. And I'm putting that in front of you. It's been
3 marked as Exhibit A; is that correct?

4 A. Yes.

5 Q. Is this an accurate copy? Is this the original
6 or an accurate copy?

7 A. It's an original. It's signed and dated.

8 Q. And that's your signature?

9 A. Yes.

10 Q. And you prepared this yourself?

11 A. Yes.

12 Q. And other than what is included in Exhibit 1, are
13 there any other documents that comply with the Exhibit A
14 that you did not provide to the Securities Division of the
15 Corporation Commission?

16 A. I applied everything that I felt was relevant
17 that I could answer. And beyond that, I invoke my Fifth
18 Amendment rights.

19 Q. Are you familiar with an entity by the name of --
20 or an organization by the name of Amadin?

21 A. I invoke the Fifth Amendment rights.

22 Q. In light of your personal invocation of the Fifth
23 Amendment privilege with respect to this line of
24 questioning, Mr. Schmierer, I will move to another area.
25 Before I do, however, I will once again repeat to you that

1 I am not authorized to compel you to give evidence or
2 testimony as to which you claim your privilege against
3 self- incrimination, and I have no intention of doing so.
4 In addition, I do not have authority to grant you
5 immunity, and I do not intend to. Any question that I ask
6 hereafter will be with the understanding that if you want
7 to claim your privilege, you need merely state that you
8 refuse to answer on the grounds that your answer may tend
9 to incriminate you. You are not compelled to answer any
10 further questions if you wish to assert your privilege.
11 Accordingly, if you answer any questions, you will be
12 doing so voluntarily. Do you understand?

13 A. Yes.

14 (Exhibit No. 2 was marked for identification.)

15 Q. (BY MS. COY) I'm going to hand you what's been
16 marked as Exhibit 2. Can you identify Exhibit 2 for me,
17 please.

18 A. Will I be told where this was obtained from?

19 Q. At this precise moment, no.

20 A. Then I'll invoke my Fifth Amendment rights.

21 Q. Do you intend to assert the Fifth Amendment
22 privilege with regard to all questions asked of you?

23 A. Yes, at this point.

24 Q. All right. We'll change the method, then.

25 Isn't it true that you sought investors over the

1 Internet?

2 A. I choose to invoke my Fifth Amendment rights.

3 Q. Isn't it true that you are not registered to
4 offer or sell securities within or from the state of
5 Arizona?

6 A. I choose to invoke my Fifth Amendment rights.

7 Q. Isn't it true that you did not have a preexisting
8 business relationship with those that were offered the
9 opportunity to invest in one of your film projects?

10 A. Do I have an opportunity to answer these
11 questions at the hearing?

12 Q. Right now you just need to answer these
13 questions, and I can answer your other questions off the
14 record.

15 A. Well, then, at the moment, being that I can't
16 afford an attorney and I feel this is an unjust
17 proceeding, I choose to invoke my Fifth Amendment rights.

18 Q. Isn't it true that the Internet offering that
19 investors -- it was represented that investors would
20 receive 100 percent return on investment?

21 A. I choose to invoke my Fifth Amendment rights.

22 Q. Isn't it true that in a similar offering you
23 represented that offerees were guaranteed 100 percent
24 return on investment within 6 to 12 months?

25 A. Until I receive all of the evidence compiled

1 against me and I have a chance to consult with an
2 attorney, I choose to invoke my Fifth Amendment rights.

3 Q. Isn't it true that in the same offering you
4 represented that there was no risk involved with the
5 investment?

6 A. I choose to invoke my Fifth Amendment rights.

7 Q. Isn't it true that in some offerings you
8 represented that the funds would be used for collateral to
9 leverage a loan?

10 A. I choose to invoke my Fifth Amendment rights.

11 Q. Isn't it true that in some other offerings the
12 funds would be used for application and legal fees?

13 A. I choose to invoke my Fifth Amendment rights.

14 Q. Isn't it true that in another variation you
15 represented that the investors would receive a guaranteed
16 return within 50 weeks?

17 A. I choose to invoke my Fifth Amendment rights.

18 Q. Isn't it true that you operate under the trade
19 name of Amadin?

20 A. I choose to invoke my Fifth Amendment rights.

21 MS. COY: Okay. I guess we're done. Off the
22 record.

23 (The Examination Under Oath concluded at
24 9:20 a.m.)

25

1 STATE OF ARIZONA)
2 COUNTY OF MARICOPA) ss.
3

4 BE IT KNOWN that the foregoing Examination Under
5 Oath was taken before me, MICHELE E. BALMER, Certified
6 Reporter No. 50489 for the State of Arizona, and by virtue
7 thereof authorized to administer an oath; that the witness
8 before testifying was duly sworn by me; that the questions
9 propounded by counsel and the answers of the witness
10 thereto were taken down by me in shorthand and thereafter
11 transcribed into typewriting under my direction; that the
12 foregoing pages contain a full, true, and accurate
13 transcript of all proceedings and testimony had and
14 adduced upon the taking of said Examination Under Oath,
15 all to the best of my skill and ability.

16 I FURTHER CERTIFY that I am not related to nor
17 employed by any of the parties hereto and have no interest
18 in the outcome thereof.

19 DATED at Phoenix, Arizona, this 4th day
20 of March, 2009.

21

22

23

24

25



MICHELE E. BALMER
Certified Reporter
Certificate No. 50489

Exhibit "A"

K. Schmierer EXHIBIT 2-26-2009
DATE
Michèle E. Balmer, CCR No. 50489

From the period beginning January 1, 2007 to the present, all documents, records, books, and any other papers, whether stored on electronic media or otherwise, incident or relating to KYLE SCHMIERER, doing business as Amadin and ATMA Study Film Productions LLC including, but not limited to:

1. All financial statements, annual and quarterly financial reports, whether audited or unaudited, with accompanying footnotes and any auditor's reports including any amendments; - To the best of my recollection, understanding and ability - N/A - This is a legal startup business with no investments made by anyone to date and thus no financial statements are available.

2. All documents submitted for the purpose of compliance, reporting, or seeking exemptions from registration with any state or federal securities agency; - To the best of my recollection, understanding and ability - N/A "While companies using a Reg D exemption do not have to register their securities and usually do not have to file reports with the SEC, they must file what's known as a "Form D" after they first sell their securities." (<http://www.sec.gov/answers/regd.htm>)

KYLE SCHMIERER, doing business as Amadin and ATMA Study Film Productions LLC is operating under Regulation D and thus, since to date no securities have been sold, under US law no registration is required.

3. All accounting records and books of original entry including but not limited to, cash receipts journal, cash disbursements journal, sales journals, general journal, subsidiary journals, general ledger, subsidiary ledgers, and chart of accounts; - To the best of my recollection, understanding and ability - N/A. This is a legal startup business with no investments to date and thus no financial statements are available.

4. All bank or other depository institution accounts in the name of, or for the benefit of, KYLE SCHMIERER doing business as Amadin and ATMA Study Film Productions LLC, whether open or closed, including: (a) the name of the bank or depository institution and address of the branch at which the account is located; the name and number of each account; and (c) the names of all signatories on each account; (a) Bank of America 3246 E. Bell Rd Phoenix, AZ 85032 (602)-569-4040 - The account was opened online and I do online banking so there is no branch associated with the account. Thus I provided the address for the closest physical branch to answer your question to the best of my ability. See the attached records. (c) Kyle Schmierer is the only signatory to the account at present. To the best of my recollection, understanding and ability this is all I know.

5. All advertisements, correspondence, circulars, offering memoranda, newsletters, prospectuses, tax opinions, legal opinions, reports, brochures, flyers, handouts, or any other records made available to potential or actual investors; To the best of my recollection, understanding and ability - no advertisements have been made or paid for. I cannot afford an attorney. I do not have all the evidence against me. I do not have the records, time or resources to gather the onerous amount of information requested. I feel this persecution of me is unfair and unjust. Therefore I choose to exercise the rights guaranteed to me by the First Amendment for freedom of speech and the Fifth Amendment of the Constitution of The United States of America.

KJS 2-25-09

6. All advertisements, announcements, infomercials, or press releases that appeared in any media including, but not limited to, newspapers, trade journals, magazines, radio, television, or the internet; To the best of my recollection, understanding and ability no advertisements have been made or paid for. I cannot afford an attorney. I do not have all the evidence against me. I do not have the records, time or resources to gather the onerous amount of information requested. I feel this persecution of me is unfair and unjust. Therefore I choose to exercise the rights guaranteed to me by the First Amendment for freedom of speech and the Fifth Amendment of the Constitution of The United States of America.

7. All information provided through the internet including, but not limited to, copies of all web pages, addresses of web sites, news groups, and email addresses; - I do not have copies of everything that may have been sent or posted. I did not keep records of these things because I felt and feel there was no need as I was/am in full compliance with the law according to my reading and understanding. The 1st Amendment gives me full freedom of speech that no body of the government can restrict. There is no law that I am aware of that requires citizens to keep track of all their speech. I have a right to privacy and right to communicate with people under the US constitution. To the best of my recollection, understanding and ability this is all I know and I have provided as much as I can that is relevant. This is an unfair and unjust fishing expedition against me that is costing me time and money I do not have. I cannot afford an attorney. I do not have all the evidence against me. I do not have the records, time or resources to gather the onerous amount of information requested. I feel this persecution of me is unfair and unjust. Therefore I choose to exercise the rights guaranteed to me by the First Amendment for freedom of speech and the Fifth Amendment of the Constitution of The United States of America.

8. All lists of prospective investors, including sales lead lists, demographic lists, and any other source of investor names, whether drafted by, purchased by, or obtained for the benefit of KYLE SCHMIERER doing business as Amadin and ATMA Study Film Productions LLC; To the best of my recollection, understanding and ability I have violated no law and have done nothing wrong. I cannot afford an attorney. I do not have all the evidence against me. I do not have the records, time or resources to gather the onerous amount of information requested. I feel this persecution of me is unfair and unjust. Therefore I choose to exercise the rights guaranteed to me by the First Amendment for freedom of speech and the Fifth Amendment of the Constitution of The United States of America.

9. All lists of persons who attended seminars, classes, or meetings held or sponsored by or on behalf of KYLE SCHMIERER doing business as Amadin and ATMA Study Film Productions LLC, its affiliates or agents; None - N/A - To the best of my recollection, understanding and ability this is all I know.

10. Names, addresses, and telephone numbers of all individuals or entities that have been offered or sold investments by KYLE SCHMIERER doing business as Amadin and ATMA Study Film Productions LLC; No one has purchased any securities by KYLE SCHMIERER doing business as Amadin and ATMA Study Film Productions LLC.

To the best of my recollection, understanding and ability this is all I know. Nothing that is an offering is posted to the Internet or ever sent to anyone at first contact. To the best of my recollection only one potential investor has been given offering documents. Any offering documents that were sent this person was or would be sent to any person only after they have stated in writing they are an accredited investor and they had to read and fully review the business plan and Private Placement Memorandum.

K55 2-25-09

The Private Placement Memorandum is full of disclosures and statements outlining the potential risks of any investments. Only after all these steps can anyone get an offering document from me. To the best of my recollection, understanding and ability this is all I know.

This person claimed to be a citizen of the UK, but in my determination they were trying to steal money from me by impersonating and claiming to be an accredited investor. John Wales, C.E.O The Carrick Group Investment Company claimed to be an investor but turned out to be a criminal trying to steal my money.

The Carrick Group 16 Dixon Way Vision, Church Road, Neasden, Brent, NW10 0AA UK
John Wales Title: C.E.O
Address: 16 Dixon Way Vision, Church Road, Neasden, Brent, NW10 0AA UK
Phone: +44- 7031914448
Email: john.carrickgroup@yahoo.com

11. Documents relating to each individual or entity listed in paragraph 10 including any contracts, forms, subscriptions, agreements, notes, questionnaires, records of investment status, checks, wire transfers, receipts, account statements, tax information, and any correspondence, updates, or other communications; see attached - To the best of my recollection, understanding and ability this is all I know. For anything else that is not included in the attachment that may or may not exist, I choose to exercise the rights guaranteed to me by the Fifth Amendment of the Constitution of The United States of America. I cannot afford an attorney. I do not have all the evidence against me. I do not have the records, time or resources to gather the onerous amount of information requested. I feel this persecution of me is unfair and unjust. Therefore I choose to exercise the rights guaranteed to me by the First Amendment for freedom of speech and the Fifth Amendment of the Constitution of The United States of America.

12. The amounts and dates of each investment for each individual or entity listed in paragraph 10; 0 - none - N/A - No one has purchased any securities. To the best of my recollection, understanding and ability this is all I know.

13. The amounts and dates of any interest, earnings, distributions, dividends, stock splits, spin-offs, rescission, refund, or any other form of returns to each individual or entity listed in paragraph 10; and ... 0 - none - N/A - No one has purchased any securities as of the date this document is signed. To the best of my recollection, understanding and ability this is all I know.

14. Names and addresses of all shareholders, members, or partners of KYLE SCHMIERER doing business as Amadin and ATMA Study Film Productions LLC including the amount of shares, units, or interest held and a sample share certificate or other evidence of ownership. As of today 2-25-09, Kyle Schmierer is the only member of the LLC. To the best of my recollection, understanding and ability this is all I know.

I have answered all your questions to the best of my recollection, understanding and ability. I felt and still feel I did nothing wrong and am doing nothing illegal or immoral. I am merely working to raise money for a valid, good and honest business. I have been extremely careful and have taken great effort to follow my reading, understanding, and knowledge of securities law and specifically Regulation D of SEC rules.

KJS 2-25-09

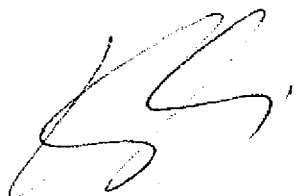
While your reading of the law may differ from mine, I never intended to commit fraud nor do any harm to anyone.

The state and federal government should help entrepreneurs like me who create jobs and help the economy and society thru our small businesses instead of making it so difficult and expensive to know and understand the copious and confusing array of laws inhibiting investments in new businesses. The rules are unnecessarily confusing, complicated, and expensive. Only wealthy people are able to afford the lawyers required to do a general offering of securities. Banks do not fund new businesses, and now few are making any loans of any kind. The only option for average lower and middle class Americans is Regulation D. This puts lower and middle class Americans at a further disadvantage because it is difficult to find, meet, or otherwise encounter accredited investors if you are not in that upper class of wealthy accredited investors. Especially in these economic times the government should help the small business people and entrepreneurs striving for the American dream and creating much needed jobs and government revenue instead of persecuting me and trying to destroy my life and dreams. This persecution and interference in the free speech and lawful business activity of an entrepreneur by my own government is unjust and shameful. It better serves the country to help small business people and entrepreneurs then to bailout the companies and people that caused this current global economic crisis.

As it stands now the overly complex and confusing array of Federal and state laws seem designed to intentionally prevent lower and middle class Americans from getting equal access to capital and investors. Thus the marketplace is not at all free or fair. The best ideas and best people must have access to investors not only the rich and well connected. This is un-American and an outrage. Even when an honest entrepreneur like me makes great effort to comply with the dizzying array of rules, I find my self having to waste a great deal of time and money to defend myself from the very government that should be helping or at least getting out of the way instead of destroying my life and dreams. I am not asking for a hand out. I merely ask for a level and fair playing field so our market based system has a chance to work.

I feel the government is illegally restricting my 1st Amendment rights of freedom of speech and unjustly persecuting an honest entrepreneur with a real and honest business investment.

Sincerely, Kyle Schmierer 02-25-09

A handwritten signature in dark ink, appearing to be 'KS' or 'K. Schmierer', written in a cursive, stylized manner.

2-25-09

4.
Bank of America

Bank of America, N.A.
P.O. Box 25118
Tampa, FL 33622-5118



H

Page 1 of 3
Statement Period
01/01/09 through 01/31/09
EO E PB EB 43

0008706

Account Number [REDACTED] 1393



31333 E01 SCM999 I 234 0

ATMA STUDY FILM PRODUCTIONS LLC
15651 N 27TH ST APT 218
PHOENIX AZ 85032-3661

Our free Online Banking service allows you to check balances, track account activity, pay bills and more.
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Customer Service Information
www.bankofamerica.com

For additional information or service, you may call
1-888-BUSINESS (1-888-287-4637)



Or you may write to:
Bank of America, N.A.
P.O. Box 25118
Tampa, FL 33622-5118



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ATMA STUDY FILM PRODUCTIONS LLC

Page 2 of 3
 Statement Period
 01/01/09 through 01/31/09
 E0 E PB EB 43

Account Number [REDACTED] 1393

Deposit Accounts

Business Economy Checking

ATMA STUDY FILM PRODUCTIONS LLC

Your Account at a Glance

Account Number	[REDACTED] 1393	Statement Beginning Balance	\$108.00
Statement Period	01/01/09 through 01/31/09	Amount of Deposits/Credits	\$0.00
Number of Deposits/Credits	0	Amount of Withdrawals/Debits	\$0.00
Number of Withdrawals/Debits	0	Statement Ending Balance	\$108.00
Number of Deposited Items	0		
Number of Days in Cycle	31	Average Ledger Balance	\$108.00
		Service Charge	\$0.00

Remember, by using your Bank of America Small Business Check Card, Bank of America provides you with another way to avoid the monthly maintenance fee on your business checking account.

Daily Ledger Balances

Date	Balance (\$)
01/01	108.00

KYLE J SCHMIERER

Page 2 of 4
 Statement Period
 12-27-08 through 01-27-09
 B 17 E I E P I 17

Account Number: [REDACTED] 2696

Deposit Accounts

MyAccess Checking

KYLE J SCHMIERER

Your Account at a Glance

Account Number	[REDACTED] 2696
Beginning Balance on 12-27-08	\$ 1,073.76
Deposits and Other Additions	+ 72.07
ATM and Debit Card Subtractions	- 522.70
Service Charges and Other Fees	- 5.95
Other Subtractions	- 15.00
Ending Balance on 01-27-09	\$ 602.18

MyAccess Checking Additions and Subtractions

Date Posted	Amount(\$)	Resulting Balances(\$)	Transactions
12-31	72.07+	1,145.83	Credit [REDACTED] Effective 123008
12-31	22.68-	1,123.15	Cvs 3264 3210 12/30 #000710967 Purchase
			Cvs 3264 3210 E.U Phoenix AZ
12-31	18.26-	1,104.89	CheckCard 1230 Batteries Plus #331
			Phoenix AZ 24445008366594163025097
01-05	26.53-	1,078.36	Frys Food & Dr 01/03 #000143445 Purchase
			Frys Food & Drug Phoenix AZ
01-05	3.25-	1,075.11	CheckCard 0103 Blockbuster Video #0415
			Phoenix AZ 24610439004072002052923
01-08	7.95-	1,067.16	CheckCard 0107 Tu Credit Rpt
			999-999-9999 IL 24427339007720039072304
01-08	7.40-	1,059.76	CheckCard 0107 Usps 03637495523803281
			Phoenix AZ 24164079007418212891934
01-12	20.08-	1,039.68	Fresh & Easy # 01/10 #000461335 Purchase
			Fresh & Easy #104 Phoenix AZ
01-13	249.14-	790.54	Trader Joe'S # 01/12 #000120974 Purchase
			Trader Joe'S # 09 Phoenix AZ
01-15	147.58-	642.96	CheckCard 0113 Sprouts Farmers Mar
			Phoenix AZ 24427339014710016544855
01-15	15.00-	627.96	The Columns At Wakefield Bill Payment
01-15	10.95-	617.01	CheckCard 0115 Twx*aol Service 0109
			800-827-6364 NY 24692169015000023675589
01-16	1.07-	615.94	Sou Blockbuster 01/16 #000913787 Purchase
			Sou Blockbuster V Phoenix AZ
01-20	5.39-	610.55	Sou The Home D 01/16 #000403221 Purchase
			Sou The Home Depo Phoenix AZ
01-21	1.35-	609.20	Usps 036374955 01/20 #000033690 Purchase
			Usps 0363749556/2 Phoenix AZ
01-26	1.07-	608.13	Sou Blockbuster 01/23 #000818622 Purchase
			Sou Blockbuster V Phoenix AZ
01-27	5.95-	602.18	Monthly Maintenance Fee

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P.O. Box 25118
Tampa, FL 33622-5118

Page 1 of 3
Statement Period
01/01/09 through 01/31/09
EO E PB EB 43

0008706

Account Number [REDACTED] 1393

[REDACTED]

31333 E01 SCM999 I 234 0

ATMA STUDY FILM PRODUCTIONS LLC
15651 N 27TH ST APT 218
PHOENIX AZ 85032-3661

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With Online Banking you can also view up to 18 months of this statement online.
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Customer Service Information
www.bankofamerica.com

For additional information or service, you may call:
1.888.BUSINESS (1.888.287.4637)

Or you may write to:
Bank of America, N.A.
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Tampa, FL 33622-5118

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Subj: Your phone is not working. You need to call me. Re: John Wales
 Date: 11/22/2008 3:45:25 P.M. US Mountain Standard Time
 From: Amadin7
 To: john.carrickgroup@yahoo.com

John Wales,

If you are not going to honor you contract, let me know now.

Why are you not calling me as promised or answering my emails?

Sincerely, Kyle Schmierer

In a message dated 11/17/2008 10:14:56 A.M. US Mountain Standard Tim, Amadin7 writes:

John Wales,

I am not requesting any funds be sent to any attorney.

You signed a contract saying you will invest \$10 million USD into my project.

It is then your responsibility to get the money to me and to pay for any and all expenses to get the money to me. You signed a contract agreeing that you will pay any and all expenses.

In order to open a business account where you can wire the money from your bank, the bank requires me to provide them with the LLC operating agreement and LLC formation papers.

In order to form the LLC I need you to agree to and sign the LLC operating agreement.

You said you would send at least \$350,000 from an associate in the USA to me to pay for expenses you say are required to transfer the money from the UK. I have not received any money yet.

My banker contradicts your assessment and says the only thing required is the LLC paper work. To form the LLC we need to sign the operating agreement and then I need only \$4,000 USD to help expedite the formation process and all the paper work on my end. Such a small amount can be sent to me directly with no problems from any government. You can even send it thru PAYPAL which is nearly instantaneous and very inexpensive.

Please re-read and respond to the letter I sent to you on October 30th, 2008:

John Wales,

Please detail what the \$350K USD will be used for and who is getting that money.

I cannot find any information that would indicate I will need to spend any money on my end to receive an investment. My banker at Bank Of America agreed with this.

My banker advised: "Do not draw on the funds until you are assured that the funds are fully available. Once the account is opened, the safest way to ensure that the money is instantly cleared would be to wire it. In absence of a wire, a bank drafted check would clear quickly if it was already converted to dollars. Any non-official check can take up to 8 weeks to verify and clear. The first step to protecting yourself is to have the check drawn directly by the bank. Usually it is called a Bank Draft or a Foreign Draft. It's a currency converted check. These can clear very quickly, perhaps a few days."

As my banker advises, I cannot spend any of the funds until the check clears, so please consider a wire or at the very least a Bank Draft from a major bank. Other wise the project will be needlessly delayed as I wait for the check to clear.

The LLC you are investing in is a start up, so there is no existing account or credit line. It will be a new account that will be empty until you send the money you promised and signed that you will deliver. My banker says a line of credit account is not needed or easier. A normal, empty account is best. That is what will be used.

Unfortunately, my banker informed me that they require the filing papers for the LLC not just the EIN from the IRS. This means it will take a few weeks to file the forms and get the paper work required to open the account.

I will need some funds to form and file the LLC. You can send me this small amount (about \$4,000) very easily, instantly and cheaply thru Pay Pal. I can then form the LLC and then open the account to receive the \$350,000 and then the \$10 million USD you committed to invest.

Alternatively, you could have the check made out to me. I can open a new account for this purpose. The check must be a bank draft or a wire transfer. I still do not understand why you cannot directly pay any expenses for the transfer of the funds or legal fee and thus you will not have to send me the \$350,000.

Please let me know how you wish to proceed. - Kyle Schmierer

01-602-218-5057 USA

In a message dated 11/14/2008 2:14:31 P.M. US Mountain Standard Time, john.carrickgroup@yahoo.com writes:

What fund are you requesting to be sent to your attorney?

Let me know

John Wales

-- On Fri, 11/14/08, Amadin7@aol.com <Amadin7@aol.com> wrote:

From: Amadin7@aol.com <Amadin7@aol.com>
 Subject: Why no reply? Re: John Wales Re: Mailing Details
 To: john.carrickgroup@yahoo.com
 Cc: premiumfinance@rocketmail.com
 Date: Friday, November 14, 2008, 6:41 PM

John Wales,

I am waiting for your reply... Did you get this email?

When I spoke with you on the phone you said you would be back in Brent in Friday and reply.

Also, you signed a legally binding contract to invest \$10 million USD.

Please keep me updated.

The next step need to be to sign the LLC operating agreement and then you must decide how you are getting the funds to me. The LLC papers have to signed before I can file to form the LLC. The LLC must be formed before I can open the bank account.

Thank you, Kyle Schmierer

01-602-218-5057

In a message dated 10/30/2008 1:51:24 P.M. US Mountain Standard Time, Amadin7 writes:

John Wales,

Please detail what the \$350K USD will be used for and who is getting that money.

I cannot find any information that would indicate I will need to spend any money on my end to receive an investment. My banker at Bank Of America agreed with this.

My banker advised: "Do not draw on the funds until you are assured that the funds are fully available. Once the account is opened, the safest way to ensure that the money is instantly cleared would be to wire it. In absence of a wire, a bank drafted check would clear quickly if it was already converted to dollars. Any non-official check can take up to 8 weeks to verify and clear. The first step to protecting yourself is to have the check drawn directly by the bank. Usually it is called a Bank Draft or a Foreign Draft. It's a currency converted check. These can clear very quickly, perhaps a few days."

As my banker advises, I cannot spend any of the funds until the check clears, so please consider a wire or at the very least a Bank Draft from a major bank. Other wise the project will be needlessly delayed as I wait for the check to clear.

The LLC you are investing in is a start up, so there is no existing account or credit line. It will be a new account that will be empty until you send the money you promised and signed that you will deliver. My banker says a line of credit account is not needed or easier. A normal, empty account is best. That is what will be used.

Unfortunately, my banker informed me that they require the filing papers for the LLC not just the EIN from the IRS. This means it will take a few weeks to file the forms and get the paper work required to open the account.

I will need some funds to form and file the LLC. You can send me this small amount (about \$4,000) very easily, instantly and cheaply thru Pay Pal. I can then form the LLC and then open the account to receive the \$350,000 and then the \$10 million USD you committed to invest.

Alternatively, you could have the check made out to me. I can open a new account for this purpose. The check must be a bank draft or a wire transfer. I still do not understand why you cannot directly pay any expenses for the transfer of the funds or legal fee and thus you will not have to send me the \$350,000.

Please let me know how you wish to proceed. - Kyle Schmierer

Your Full Name: Kyle Schmierer

Position: Manager of LLC and writer-producer-director

Cell #: [REDACTED]

Company #: 602-218-5057

Company Name: ATMA Study Film Partners LLC

Company Mailing Address: 15651 N 27th Street, Ste. 218 Phoenix, AZ 85032 USA

Name to Issue check: ??? - depends on how you wish to proceed.

Legal Name: ATMA STUDY FILM PARTNERS LLC

EIN Assigned: 26-3624613

In a message dated 10/30/2008 2:49:38 A.M. US Mountain Standard Time, John.carrikgroup@yahoo.com writes:

Yes thats correct , you will be provided with the funds to secure the legal fees and i got to hear from my CFO on the total charges which is \$350,000.00. I have arrange with my partners to fund you for the legal fees via Certified Check, as soon as the legal fee is secured we will have access to the legal documents to gain a tax clearance for the investment funds to be transferred to your account via Bank to Bank Transfer.

Will need you to confirm the mailing information below for payment to take effect.

Your Full Name:

Position:

Cell #:

Company #:

Company Name:

Company Mailing Address:

Name to Issue check:

I also need to know if you do have any existing Line of Credit account as deposit can be made easily to it.

Get back to me with the information to proceed ahead with the funding and will keep you informed on more updates as we are looking at rounding up this deal ASAP.

Regards,

John Wales

-- On Wed, 10/29/08, Amadin7@aol.com <Amadin7@aol.com> wrote:

[From: Amadin7@aol.com <Amadin7@aol.com>

Tuesday, February 24, 2009 AOL: Amadin7

Subject: the information you requested. Re: Funding Process
 To: john.carrickgroup@yahoo.com
 Date: Wednesday, October 29, 2008, 11:09 PM

John Wales,

I want to be sure I understand the fee issue. Are you saying you have a contact in the US that can get me the funds to pay the fees, or that will pay the fees for you in the US? Do I need to contact or meet with this person?

I spoke with my bank and they are under the impression that I will not need to do anything on my end except to set up the business account.

Below is the information you requested.

Please let me know if you need anything else.

I am excited and eager to complete the deal so we may begin production.

Thank you sir. Kyle Schmierer

Business Name and Address: *ATMA Study Film Partners LLC 15651 N 27th Street, Ste. 218 Phoenix, AZ 85032 USA*

Phone and Fax numbers: *602-218-5057 USA*

Tax or EIN number: *26-3624613 ... The IRS says: "it will take up to two weeks before your EIN becomes part of the IRS's permanent records."*

Bank Name: *Bank of America*

Bank contact person:

Brian J. Kelley

AVP, Financial Specialist

Bank of America

Preferred Services Group™

Global Wealth and Investment Management

(P) 781-788-1510 East Coast Time USA

(F) 617-310-2880

brian.j.kelley@bankofamerica.com

In a message dated 10/29/2008 11:05:51 A.M. US Mountain Standard Tim, john.carrickgroup@yahoo.com writes:

After meeting with the boards, I got to know that based on Anti-money laundering laws of the USA, USA's IRS regulations, and the Anti-terrorism regulatory act in UK enacted against terrorism acts and their sponsors we found out that there are certain cost/charges for new VC's and Angel's investing in ventures outside UK and this also applies to firms receiving capital it becomes a priority as this has to be settled before we will be granted tax clearance for the main investment funds to be transferred to your accounts. These costs include bank charges, insurance policy fees, duty and notarization fees for the closing agreement in the high court including legal fees to authenticate a Memorandum of Understanding (MOU) that the said investment funds is for your project and nothing else either. This certainly is no problem at all as we will be funding you for these legal fees via our financier in the state, this legal fees has to be secured from your end as the receiving party of the investment funds, I just wanted you to be aware of it.

Note that you will not be paying for any fee from your pocket; our financier in the state will provide you with the funds to secure this legal fee's.

I will ask our attorney to begin processing this and I need you to re-affirm the following information's to me.

Business Name and Address

Phone and Fax numbers

Tax or EIN number

Bank Name & Address (Include name and number of private banker if available)

Will email you with the proceedings with the funding stage as soon as I hear from my CFO on the total amount the legal charges will cost and get back to me with the information above to proceed ahead.

We really look forward for a good business relationship with your company.

Best Regards,

John Wales

--- On Tue, 10/28/08, Amadin7@aol.com <Amadin7@aol.com> wrote:

From: Amadin7@aol.com <Amadin7@aol.com>
 Subject: John Wales - term sheet - attached DOC format
 To: john.carrickgroup@yahoo.com
 Date: Tuesday, October 28, 2008, 10:53 PM

John Wales,

Please excuse the delay. I was out of town.

It is customary in the USA for the investor to provide the term sheet, but since you requested it I have had one drawn up according to the terms in the Private Placement Memorandum you reviewed and accepted.

Please let me know your thoughts on the agreement and if you need anything else from me.

Thank you sir. Kyle Schmierer, writer-producer-director www.Amadin7.biz

01-602-218-5057 USA

In a message dated 10/27/2008 12:35:28 P.M. US Mountain Standard Tim, john.carrickgroup@yahoo.com writes:

Tuesday, February 24, 2009 AOL: Amadin7

We are at agree with the PPM, and yes our and yes we meet thr requirement on the accredited investor ,As defined by the SEC and accredited investor is a person that makes at least \$200,000 USD per year or has a net worth of at least \$1 million USD.

Do you have a term sheet we can sign?

John Wales

--- On Wed, 10/22/08, Amadin7@aol.com <Amadin7@aol.com> wrote:

From: Amadin7@aol.com <Amadin7@aol.com>
Subject: John Wales - sepearte sheet for the terms in DOC format
To: john.carrickgroup@yahoo.com
Date: Wednesday, October 22, 2008, 7:48 PM

John Wales,

Attached please find the Private Placement Memorandum to invest in the movie "The ATMA Study."

Please understand that in order to satisfy certain legal requirement of the US Securities and Exchange Commission, it has been advised to me that I submit this document to you. This PPM contains much duplicated information from the business plan and many extra disclosures and warnings to potential investors.

Once you read, consider and approve this PPM we can move to the investment contract.

Also to protect myself and the project, I will need a statement from you that you are an accredited investor. As defined by the SEC and accredited investor is a person that makes at least \$200,000 USD per year or has a net worth of at least \$1 million USD.

Please excuse these formalities and peculiarities of the US laws.

I am eager to move forward and begin production of the excellent project for our mutual benefit.

Please let me know if you need anything else or have any questions. Kyle Schmierer

In a message dated 10/21/2008 2:12:52 A.M. US Mountain Standard Time, john.carrickgroup@yahoo.com writes:

Could you draft up a separate sheet for the terms? and please send it to me in DOC format.

John Wales

--- On Mon, 10/20/08, Amadin7@aol.com <Amadin7@aol.com> wrote:

From: Amadin7@aol.com <Amadin7@aol.com>
Subject: Did you get this email? Please reply... Re: Term Sheet Needed
To: john.carrickgroup@yahoo.com
Date: Monday, October 20, 2008, 7:32 PM

John Wales,

Did you get this email? Please reply...

Thank you. Kyle

In a message dated 10/15/2008 2:32:14 P.M. US Mountain Standard Time, Amadin7 writes:

John Wales,

I have read, agree to and typed my signature on the Mutual NDNC agreement. I am out of my office on business and won't be able to print, sign and scan the agreement until Oct. 19th, 2008. I typed in my signature and attached that to this email.

My basic terms are in my business plan in the Executive Summary and in more detail later in the business plan. When I get back to my office I can get you the Private Placement Memorandum.

Another important term not in my business plan is that as the entrepreneur seeking financing I will not pay any fees of any type to get funding. If you require anything for your due diligence or to transfer the investment funds to my company, you the investor must take care of any and all expenses. I know this is common sense to real investors such as yourself, but sadly I have had to deal with many pretenders and fraudsters.

Here is a link to download my business plan:

File to pick up: ATMA Study - \$10 mil biz plan...
File will remain active for: 7 days

Link to file:

<https://rcpt.yousendit.com/615628891/d7bd9a636c2e846835f8004548535cf2>

Do you have another non-forwarding number?

These +44 70xx numbers are used as a redirector service to obscure the fact that the person taking the call is not actually based in Europe.

Thank you. Kyle Schmierer, writer-producer-director www.Amadin.biz

-----Original Message-----

From: John Wales <john.carrickgroup@yahoo.com>
To: amadin7@aol.com
Sent: Wed, 15 Oct 2008 5:49 am
Subject: Term Sheet Needed

The Carrick Group is a private investor based in UK. We focus on seed capital, early-stage, start-up, ventures, LLC, Equity Investment and all round for completion and expansion of investment projects that need funding in the range of \$1M-5Billion.....

Find below our company information:

The Carrick Group
16 Dixon Way Vision, Church Road,
Neasden, Brent, NW10 0AA UK

On the attachment is the executed NDA, you can go ahead and provide us with your term sheet for this investment for our review and signature.

John Wales

— On Mon, 10/13/08, amadin7@aol.com <amadin7@aol.com> wrote:

From: amadin7@aol.com <amadin7@aol.com>
Subject: John Wales, Re: Tom Cochrane (FTM)
To: john.carrickgroup@yahoo.com, premiumfinance@rocketmail.com
Date: Monday, October 13, 2008, 7:55 PM

John Wales,

I am sorry, but I am a little confused. Tom Cochrane contacted me on FindThatMoney.com saying he was a private investor interested in my projects. He is listed as an individual investor in Chicago, IL.

I cannot find any information about your company either. Can you please provide more information about your company and full contact details.

Thank you. Kyle Schmierer, writer-producer-director
www.Amadin.....biz

Please go ahead and fill out the information below...

Full Name: Kyle Schmierer

Position: writer-producer-director

Company Name & Address: Amadin 15651 N 27th Street, Ste. 218

Phoenix, AZ 85032 USA

for each film a new LLC is formed

Cell #: N/A

Office #: 01-602-218-5057

Annual Income: startup - N/A

How old is your company: startup - N/A

Total Amount Needed: \$10 million USD for one film ... or a \$3 million

USD loan for 50 weeks

Purpose: funds will be used to produce a major motion picture for the international market

-----Original Message-----

From: John Wales <john.carrickgroup@yahoo.com>
To: John Wales <john.carrickgroup@yahoo.com>
Sent: Mon, 13 Oct 2008 10:31 am
Subject: Tom Cochrane (FTM)

Your email was forwarded to me by our VP (Tom Cochrane) from Findthatmoney.com; please forward the needed information to proceed ahead with the funding process.

John Wales, C.E.O
The Carrick Group Investment Company

Thank you for your email, we have reviewed the attached information and we find it very fascinating, we are more interested in investing in your company and we look for having a long term business relationship with your company. Please go ahead and fill out the information below...

Full Name:

Position:

Company Name & Address:

Tuesday, February 24, 2009 AOL: Amadin7

Cell #:
 Office #:
 Annual Income:
 How old is your company:
 Total Amount Needed:
 Purpose:
 I will need you to also go ahead and email us with a NON-DISCLOSURE AGREEMENT (Doc Format) for our signature to proceed ahead with the next step on the funding process.
 John Wales, C.E.O
 The Carrick Group
 Brent, United Kingdom

Tom Cochrane,

You sent me a personal note to contact you on FindThatMoney.com. (see below)

If you are an accredited investor, I am ready and eager to move forward with you.

Please take note, that any accredited investor(s) get a 100% up front tax write off for their investment in one of my films due to a USA production incentive law passed by Congress, if they invest in 2008.

I have three qualified high quality entertainment projects with very good ROI for which I am seeking accredited investors for equity participation. I need a minimum \$3 million USD out of the \$30 million for the slate of film projects. You can get a guaranteed return in 50 weeks, which will be backed by equity in my projects to protect your investment. If you prefer, you can invest the full amount for one film, for \$10 million USD, or the entire slate. The terms of this investment are outlined in detail in the business plans. Each project has a solid business plan. I have business plans for your review as PDF files.

To introduce these great movies and provide an idea of the diverse and unique nature of the films, I created a brief video presentation. Any investors can view my 3 minute online video presentation of my three feature film projects:
<http://www.e-scension.com/video/video/show?id5095:Video:15824>

I have a diverse slate of my top projects for you to consider together or separately. Some investors prefer a slate of films because it is another way to reduce risk. But that of course takes a larger investment to fully fund multiple projects. A slate of different projects is also a way to increase the odds of a break out hit movie. I am happy to explore investments of a single project or slate - whatever works best for your needs.

Please be advised that any US tax payer can write off 100% of their investment up front in qualified US based film projects from a law passed by Congress. I have three projects that are qualified. You can invest and write off from \$3 million USD up to \$30 million for the slate of films. This is described in my business plans right after the Table of Contents - third page. A copy of the law is also included in my business plans - at the end of the profit potential section.

We at Amadin specialize in producing media with meaning of the highest quality for less than Hollywood Studios. We specialize in creative, innovative, out of the box thinking and utilizing the best of the past with the latest technology. We adapt quickly to changes in production and exhibition, yet always maintain focus on our core business - creating quality content for the global market.

Go to our web site at www.Amadin.biz ... Film and Television production from script to screen. The quality of our productions is built upon the foundation of an entertaining and meaningful story. With quality creative writing, visionary directing, powerful acting, beautiful visuals, moving music and other auditory elements, we collaboratively create compelling media whatever the format or its final destination.

Thank you. - Kyle Schmierer, writer-producer-director
 01 (602) 218-5057 USA Amadin7@aol.com

Tom Cochrane Please call us or email 2008:10:09

https://www.findthatmoney.com/index.php?file=viewmessage&id5454&sender=Tom%20Cochrane&user_id979

Subject: Please call us or email

Date: 2008:10:09

Sender: Tom Cochrane --Tom Cochrane

I assume you have not already found funding due to your current posting on FTM. We are a private investor, we focus on seed capital, early-stage, start-up, ventures, LLC, Equity Investment and all round for completion and expansion of investment projects that need funding. Please contact us as we would like an opportunity to work with you.

Network : Investors
 Name : Tom Cochrane

email user 

Cell #:
 Office #:
 Annual Income:
 How old is your company:
 Total Amount Needed:
 Purpose:
 I will need you to also go ahead and email us with a NON-DISCLOSURE AGREEMENT (Doc Format) for our signature to proceed ahead with the next step on the funding process.
 John Wales, C.E.O
 The Carrick Group
 Brent, United Kingdom

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Go to our web site at www.Amadin.biz ... Film and Television production from script to screen. The quality of our productions is built upon the foundation of an entertaining and meaningful story. With quality creative writing, visionary directing, powerful acting, beautiful visuals, moving music and other auditory elements, we collaboratively create compelling media whatever the format or its final destination.

Thank you. - Kyle Schmierer, writer-producer-director
 01 (602) 218-5057 USA Amadin7@aol.com

Tom Cochrane Please call us or email 2008:10:09

https://www.findthatmoney.com/index.php?file=view:message&id95454&sender=Tom%20Cochrane&user_id979

Subject: Please call us or email

Date: 2008:10:09

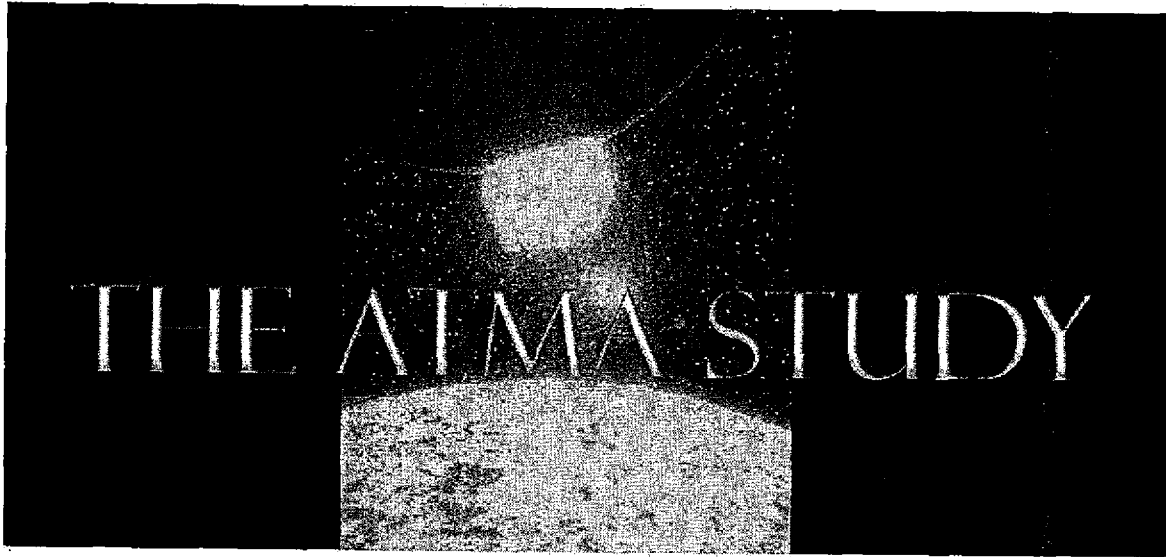
Sender: Tom Cochrane --Tom Cochrane

I assume you have not already found funding due to your current posting on FTM. We are a private investor, we focus on seed capital, early-stage, start-up, ventures, LLC, Equity Investment and all round for completion and expansion of investment projects that need funding. Please contact us as we would like an opportunity to work with you.

Network : Investors
Name : Tom Cochrane

email user 

K Schmierer EXHIBIT 2
DATE 1-26-2009
Michele E. Balmer, CCR No. 50489



ACC000001
AMADIN #7952

THE ATMA STUDY

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ADDENDUM to Business Plan for "The ATMA Study"
Tax Benefits for Investors:

In addition to the investment benefits in the Business Plan, there are special tax benefits for investors for film projects.

Part of my team of film professionals includes a Tax Advisor and Producers' Representative, who have many years of industry experience, including with major studios. They have some tried and true options for you the investor to consider.

After speaking at length with my Tax Advisor, he assured me my projects are eligible for the 100% tax deduction for US Federal tax payers.

This means that 100% of whatever you invest can be deducted that year which will reduce the taxes you or your business has to pay.

Currently, production must begin before December 31, 2008 to qualify, although the law could be extended.

My film industry Tax Advisor also has another backup method to also legally deduct 100% of your investment. This second method is more complicated, but he has successfully used it with many clients in the past. With both these plans, you can rest assured that you or your business can invest in my project and receive the great additional benefit of lowering the tax bill. You as an individual or your business can be the investor, and thus receive the tax write off. This allows money otherwise lost in taxes to work for you as a lucrative investment.

In the Business Plan at the end of the Profit Potential section, I have included a copy of the IRS Film & TV Tax Incentive Statute. Please remember that we have two ways to provide the investor with a tax write off for 100% of your investment in addition to a profitable investment opportunity.

We are dedicated to creating the best film and the best investment opportunity for our investors. Our goal and determined intent is to provide you with great returns and work on many more films in the future with you.

Sincerely, Kyle Schmierer writer-producer-director www.Amadin.biz

Email: Amadin7@aol.com
Phone: (602) 218 - 5057

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AMADIN #7952

EXECUTIVE SUMMARY

You, the prospective investor, are presented with an opportunity to be a part of an exciting and profitable movie making experience. **A film that is of equal or greater value than a mainstream \$45 million dollar budget Hollywood movie will be made for \$10 million.** The writer-producer-director, Kyle Schmierer, has not only come out of the internationally acclaimed NYU Filmmaking Program, but is also a seasoned Hollywood veteran.

Have you ever wondered why you are here on Earth? Or what happens when you die? Is there life after death? What if you could travel thru time, experience the afterlife, and explore mysterious realms? You can. *The ATMA Study* is a feature documentary and book project based upon research on the afterlife and past lives. This groundbreaking film is an immensely entertaining and fascinating exploration of central questions like these that every person on the planet has. This entertaining film is part of the feature documentary genre that has increasingly produced immense revenue. With your crucial participation, a high quality and entertaining feature film will be produced, marketed, and sold for worldwide distribution and high profits.

Proposed Business

The ATMA Study PRODUCTIONS, is offering an investment opportunity ranging from \$10,000 USD (1 Unit) up to \$10 million USD (1,000 Units) in the production, marketing, and distribution of the commercially viable independent feature film entitled, *The ATMA Study*. The \$10 million figure includes the added cost of computer generated digital effects and dramatic recreations with actors. All investments will be secured through a Private Offering Memorandum, ('The POM'), where investors will retain an ownership position in the film. You the investor will be in first position. Ninety percent (90%) of the net producers' profits will be distributed to you until all your initial investment has been recouped, plus an additional 15% incentive. The remaining ten percent (10%) of net producers' profits will be used for continual marketing and distribution costs until all your money is returned. After 115% of your investment is returned to you, all subsequent net producers' profits will be divided and shared 50% - 50% between the investors and the Production Team. A thorough analysis indicates that *The ATMA Study* is conservatively projected to provide a 213% ROI. By using a similar type of independent film of a comparable budget that was moderately financially successful as a model, *Bowling for Columbine*, an investment of \$10 million will yield \$31.355 million dollars for you. But the film has the potential to become a huge hit and produce more than a 1,500 % ROI.

Objective

By producing a high quality and broadly appealing independent feature film at a lower cost than the competition, the risk will be minimized and the profit potential maximized for you the investor. A film that is of equal value or greater than a mainstream Hollywood film will be made for a fraction of the cost. Through the collaborative efforts of an experienced, resourceful and professional production team, and with the vision of a talented writer-director, this challenging objective will be achieved. Using a new business model and out of

the box thinking it can, and with your participation, it will be realized successfully. By working harder and smarter, by being more efficient with your money, by fully utilizing the advances in digital technology, by lowering the upfront cost and your risk through negotiations and profit participation of key cast and crew, and powered by a passion for filmmaking - there is a high probability of success.

The Product

A feature length English language film and cross promoting book titled, *The ATMA Study*, will be made for the global entertainment market. This movie is part of the increasingly successful documentary genre. This motion picture project is tailored for a PG-13 rating in the United States. *The ATMA Study* is a cutting-edge movie, and will capture critical and commercial success from the entertaining and meaningful story, quality creative writing, visionary directing, powerful real life events, and beautiful visuals and compelling auditory elements. The film targets a broad demographic of movie patrons of young and old - males and females. This captivating and very marketable story is part of the growing and very popular and profitable reality genre. With the strong subject matter addressing the central questions every person in the planet has, *The ATMA Study* will have broad, mass appeal around the world.

Market

The Production Team will fully exploit all the markets of the film, in order to maximize the investor's rate-of-return. The three primary markets for this film are the domestic theatrical market, the foreign film market, and the wide array of ancillary markets including Home Video/DVD, Cable Television, and the Internet. Independent films have been steadily gaining market share since the 1990s. In 2000, the worldwide market for independent films was estimated to be over \$4.3 billion dollars. That is up from \$3 billion in 1996. With the studios (Disney, Warner, Universal, etc.) cost rising and the emphasis on mega-budget "event" pictures, the market niche for independent films will continue to dramatically increase. The development of digital distribution and the Internet promises even greater demand and greater cost savings. The time is right to make cost-effective films on smaller budgets for the growing global market. Audiences worldwide are always hungry for a good story with meaning. *The ATMA Study* is the perfect project to fill that demand. **The ATMA Study PRODUCTIONS** promises to keep this film an independent production in order to maintain the highest quality of storytelling and filmmaking, and thus maximize the potential for extraordinary profits.

Production

The Production Team believes in high-standards and quality filmmaking. We aim to accomplish all production requirements efficiently and on time, with the utmost quality and entertainment value. By defraying costs through profit participation for key cast and crew, by remaining a nonunion independent production, by securing corporate sponsorships, product placements, and negotiated discounts/contributions of services and equipment, and by utilizing many other strategies to do more with less money, *The ATMA Study* will have a production value significantly higher than its actual cost. This is good news to investors who stand to benefit from a larger profit margin.

THE ATMA STUDY

PROJECT SUMMARY

Genre: Feature documentary – science, religion, spirituality, history

Story: Have you ever wondered why you are here on Earth? Or what happens when you die? Is there life after death? What if you could travel thru time, experience the afterlife, and explore mysterious realms? You can.

The ATMA Study is a feature documentary, book and a scientific research study on the afterlife. This groundbreaking film is an immensely entertaining and fascinating exploration of central questions like these that every person on the planet has.

Thru the research we will investigate what are the apparent past lives of patients. We look at these amazing stories from the study subjects and search for evidence in historical records, like grave stones, birth records or property deeds. It's a compelling story with time travel and travel to other worlds, but thru hypnosis. *The ATMA Study* is an investigation into the deepest mysteries of the universe.

Locations: worldwide

Budget: \$10 million

Filmmaker: Kyle Schmierer is an exceptionally talented, award winning filmmaker & storyteller. He is adept in different genres and styles: including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and Internet promotion pieces. He brings to Amadin the finest credentials as a Producer-Writer-Director-Cinematographer, and AVID Editor. He has well over a decade of Film & TV industry experience.

Kyle went to New York University to study filmmaking, has worked several years in Hollywood and around the world, and was a Film & HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina.

Some credits include two special documentary format programs on the Philippines, which he directed, shot and edited for an internationally broadcast television show, "Word in the World." Kyle also directed, shot, and redesigned this series, as well as creating a new show opening. This TV program had more than 4 million estimated viewers in the United States alone. He has also made two Independent feature films in addition to many other projects. This is just a partial listing of Kyle's incredible talent.

To view his reel, resume, reference letters and more go to: www.Amadin.biz

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AMADIN #7952

Listed below are samples of some possible key crewmembers. They are examples of the highly skilled, talented and experienced professionals that will be used in the making of *The ATMA Study*. When the project is fully financed we will begin to solicit, negotiate, and then hire as independent contractors, the best crew available in Hollywood and around the world. Film professionals are freelancers and thus their participation is subject to their availability. Even though we are a non-union production, independent films can and do employ people from the unions or others with extensive experience, skills, and talent within their specific departments. The artistic challenge of the film and the profit sharing inducement will allow us to get excellent talent for much less upfront cost than the studios stuck in rigid union contracts and high overhead. The current extreme excess of labor and intense competition in the industry will also help us get high quality for less.

Profit sharing to attract the cast and crew for the film will come out the producers' shares thus the investors will be getting the benefit of a high quality film for a fraction of the studio cost. A small elite group of guerrilla/special-forces style professional filmmakers will make a magnificent film that looks to be at least \$45 million for a mere \$10 million. Being more efficient, using a new business model and fully utilizing the dramatic advances in digital technology makes this possible today.

Composer: Cato of Creative Soundscapes is in continual demand, not just for films and television, but his music is also frequently requested for feature film marketing, (previews), and commercials. Recent successes include working for Ford, and Budweiser. In addition, his music was used to market the feature films: The Mummy Returns, The Phantom Menace (Star Wars), Jurassic Park 3, Thirteen Days, The Cell, Scary Movie, and many more. When composing, he brings along his additional background as a sound designer and producer of electronic music.

Costume Designer: Bonnie Stauch has dressed a long list of high-profile actors for feature films and television. They include: James Coburn, Priscilla Presley, Roy Scheider, Judge Reinhold, Jim Belushi, William Dafoe, Lou Diamond Phillips, John Lithgow, Paul Sorvino, Hilary Swank, Roger Moore, and Martin Sheen. With dozens of quality independent films and television programs on her resume, she has the experience needed to dress her actors so they are believable and interesting to watch.

Production Designer: Amanda Bernstein's list of credits include Gladiator, The Beach, The Bone Collector, The Return of the Thief of Baghdad, Alice Through the Looking Glass, The Phantom Menace (Star Wars), Amy Foster, Toys, A Fish Called Wanda, Cry Freedom, and White Mischief, to name a few. Her vast experience, perfectionism, and ability to translate the director's vision to the set, make her one of the leading and most sought after talents in her field today.

Make-Up/Special Effects Artist: Eric D. Leal had the skills needed to add the exciting visual realism to our actors that our film requires. A graduate of the world-renowned, Elegance International Academy of Professional Make-Up, in Los Angeles, he had worked on over half a dozen independent feature films. This highly trained theatrical make-up artist and chemist, currently works on projects that utilize his unique skills, which go beyond regular make-up. Those talents include: prosthetics, mold making, face impressions, bullet-wounds, character- creation, scars, tattoos, and much more.

Sound: Paul Vik Marshall, C.A.S., production sound-mixer has been making quality feature films and television sound better for over a decade. Some of his credits include: The Thief of Baghdad, Newsbreak, Sugar Town, American History X, Buddy Boy, The Adventures of Tom Sawyer, Buffy the Vampire Slayer, Power Rangers, Baywatch, and Babylon 5. Colleagues have referred to him as, "... the complete sound package."

ACC000007
AMADIN #7952

The ATMA Study

Feature Film Documentary Treatment

Have you ever wondered why you are here on Earth? Or what happens when you die? Is there life after death? What if you could travel thru time, experience the afterlife, and explore mysterious realms? You can.

"The ATMA Study" is a feature documentary and a research study on the afterlife and past lives. This groundbreaking film is an immensely entertaining and fascinating exploration of central questions like these that every person on the planet has.

Thru the research we will investigate what are the apparent past lives of patients. We look at these amazing stories from the study subjects and search for evidence in historical records, like grave stones, birth records or property deeds. It's a compelling story with time travel and travel to other worlds, but thru hypnosis. "The ATMA Study" is an investigation into the deepest mysteries of the universe.

Yet the truly groundbreaking thing about this film is that each of the patients' stories of their past lives and the evidence found is real and documented. An actual research study using real study subjects will be initiated and documented in the film. So this scientific approach takes the film away from religion, dogma and personal opinion and opens it to a wide global audience.

Along with documenting the research project to show evidence of past lives, the documentary will have interviews from different religious traditions and celebrities that believe in past lives.

The real hypnosis regression sessions will be intercut with interesting interviews, powerful computer visual effects, and dramatic recreations of these past lives.

This film follows the research project as we investigate life, death, the afterlife, and the possibility of reincarnation. We will perform the regressions with each patient in the study and supervise the research. We will do the leg work to search for evidence of past lives. We will go wherever in the world the trail of clues from each case takes us.

This movie is based on the real experiences of real people used as a study subject/patient. These very powerful, profound and dramatic true life stories from study subjects will then be used as the foundation for our film. The people regressed via hypnosis, their regression sessions, and any evidence obtained will all be real and documented.

The most amazing stories of all types and fascinating times in history thru the eyes of real people who were there ... with powerful meaning and universal insight- that is what "The ATMA Study" is all about. It is a look at the past, the afterlife and other realms that helps us live now and create a better future.

These regression sessions utilizing hypnosis and the stories that come from them are not just voyeuristic entertainment - although the stories are always incredibly entertaining, fascinating and captivating. As people are regressed back to their past lives, they learn valuable life lessons, come to understand that death is merely a transition, and often their lives change dramatically for the better.

Regardless of one's theories of the phenomenon, the fact is that many people get therapeutic benefits to mind, body, or spirit from past life regressions and some truly amazing cures have occurred. The stories are always profound and deeply moving - intimately personal stories that are at the same time universal in illuminating the human condition and the cosmos.

A variety of people (gender, race, age, background, nationality, etc.) will be selected as study subjects to profile in the film. The best of the stories from these real patients that work best for the overall story will be selected. There are an unlimited number of captivating stories that cover a huge variety of topics: love stories, wars, betrayals, life lessons, personal conflicts, talents, obsessions, past life traumas that correlate with present life illness and phobias, to even things such as possessions by spirits, ghosts or malevolent entities!

Because the lives, events and experiences that are most easily remembered in regressions are the most significant, traumatic and prescient, these stories will be very dramatic, intense and meaningful. Hypnotic regression is a way to tap into history, not as scholars and politicians interpret it, but as everyday people have experienced it. Through hypnosis, some subjects are able recall the existence between lifetimes which illuminates the meaning, purpose and lessons of their lives. Thru their recollections we even are able to glimpse how the universe functions.

Hypnosis is a proven and ancient technique that accesses the person's subconscious mind. In so doing, with the patient's cooperation, hypnosis can help heal their mind, body and spirit. The word hypnosis originates from ancient Greece - meaning to artificially produce a sleep like state. Hypnosis is not limited to ancient Greece or the past. In fact, it is an accepted modern therapeutic practice used and even taught in Universities by professors. It's not magic, trickery, mind control, or mental manipulation. Although the results can seem magical, this is due to our still infantile understanding of the human mind and spirit, and their connection to the body.

"The ATMA Study" is a dramatic feature film that is a highly entertaining combination of documentary elements, dramatic recreations, and real life historical events. This innovative and ground breaking project is sure to be a global hit that will positively change lives as it entertains and uplifts viewers around the world.

Origins of The ATMA Study

Hi, my name is Kyle Schmierer. I am an award winning writer-producer-director and the creator of "The ATMA Study."

The idea for this film: "The ATMA Study" came to me when I was becoming a certified hypnotherapist and then performed several past life regressions for others. Every time I was deeply moved, fascinated and learned tremendously from the past lives of my clients as I witnessed their incredible, dramatic stories. I am deeply inspired by the most amazing and powerful stories that come from this process.

My first personal experience with past life regression was during my hypnosis certification class. The instructor hypnotized me in front of the class. At first I thought it was not working on me, but then I saw these very clear flashes. I was standing on a cliff over looking the Mediterranean Sea. I wore sandals and a brown robe like a monk. I saw a large bell ringing up in a stone tower. Next I saw a huge fire in the stable with horses running desperately. I then saw my self being tortured. A group of men were interrogating me and dunking my head into a barrel of cold water. It was reminiscent of the Inquisition. I knew I was being unjustly murdered by the church, yet I was not afraid. The instructor then told me to ask my higher self why I remembered that lifetime. Immediately a flood of emotions overwhelmed me. These powerful thoughts came into my mind but I did not understand them until they came out of my own mouth.

The first time I regressed another person was very surprising. I hypnotized a classmate and she traveled back in time to another life. As I went thru the steps outlined by our instructor, the woman I was practicing with slipped back ... back to what seemed to be the late 1600's in the Northeast of America. There was a big mob of people. She described a scene where she was being burned at the stake as a witch by villagers. She was not just describing a scene but she was reliving it. She felt the heat. I could see the pain and panic in her face. She was lying on the floor and began writhing in pain and then she started crying out "my baby, my baby." I began to panic, not sure what to do - it was the first time I had ever done this. Then her body convulsed. When I asked her what was happening she described a horrific scene where as she was burning, tied to a stake, and a sword was just plunged into her pregnant belly - killing her baby. To be honest I was shocked and very concerned.

To help her thru the experience I navigated her past the moment of death to a realm where she came to realize the deeper meaning. As I guided her thru her death, a peace came over her. She became very emotional again when I asked her to tell me why she remembered that birth and the lessons for her present day predicament. She revealed that she needed to let go of her over protectiveness of her children - now in this life. She also expressed how in this realm - (after death, between lives), that she was being told that she must let go of her anger toward the people that murdered her. Even though she was innocent, and their act was inexcusable, she needed to let go and forgive these people so she could go on and live this life, now - fully. It was very interesting, profound, healing and captivating. It was so real.

Right before my eyes, my skepticism and scientific mind set were confronted with undeniable experiences from the past lives of people. These experiences deeply moved me and I know that these stories presented within the context of this dramatic television series will attract and move many millions of viewers around the world.

For this special film, real experiences of a real people who serve as study subjects/patients are the basis, the heart and the core of the story. Because the people regressed via hypnosis, their regression sessions, and any evidence obtained will all be real and documented; this gives the movie authenticity, weight and authority while also widening the audience far beyond science fiction fans and those who are already open to the idea of past life phenomena. In fact a majority of people, if you consider India and China, are open to past lives, yet this subject matter is controversial. This controversy, debate and discussion will provide excellent publicity which we can exploit to increase sales of the movie and accompanying book products. This is the type of topic that will generate free publicity from other media and TV shows, like Oprah as well.

A companion website will be created to help promote the film and book. It will have resources such as links to aid in investigating evidence of past lives, along with contact information for qualified and certified hypnotherapists. These resources will enable consumers, who wish to explore their own past lives, to do so.

This innovative movie project is a way to channel and express my passion for filmmaking in telling these fantastic, yet true stories from past life regressions that explore what it means to be human.

I am absolutely confident that this film will be a great success - commercially, artistically, and in its impact improving lives and opening minds of a global audience. People around the world will be entertained and enlightened by these truly amazing stories.

The purpose of this project is to investigate the central questions every human has while entertaining the audience. This investment can do more than make you money. It can help educate and increase tolerance for other cultures like India.

* Please note: Although the research and film will then be used to promote and advance a major prime time one hour drama series for the major networks about reincarnation, this investment is limited to the documentary and book project. TV series have a very different business model and would require a different business plan and additional investments for each episode. I can offer investors in the current documentary and book project the first opportunity to invest in the TV series or other projects.

Kyle Schmierer
Filmmaker/Storyteller – from script to screen
www.Amadin.biz

I am an exceptionally talented, award winning filmmaker/storyteller. I am adept in many different genres and styles: including music videos, commercials, TV shows, documentaries, feature films, corporate videos, and Internet promotion pieces. A vast life experience around the world informs my work and eclectic taste. I am hard working, able to fully create, implement, and direct my own unique vision with stories I create or the materials of others while truly collaborating with the actors and all the many other artists required to produce a great film. I am a producer-writer-director, cinematographer and Avid editor who request a few minutes of your time to review my business plan and meet so we may determine if this project is a good match for your money.

As well as working in L.A. and around the world, I was also Film and HD instructor at post secondary proprietary arts Colleges in Arizona & North Carolina.

I have finished two documentary format programs on the Philippines, which I directed, shot and edited for an internationally broadcast television show, *"Word in the World."* This show had more than 4 million estimated viewers in the United States alone. Previously when I lived in Hollywood, I directed, shot, and redesigned this series as well as creating a new show opening.

I have also completed writing, directing, co-producing, shooting and editing the independent feature film, *"In the Dark of Night"* filmed in Wyoming, which is currently in post-production. For three years I had been in the wilds of Wyoming. I came up from LA for the solitude to write feature scripts.

Earlier I lived and worked in Hollywood for over six years, and before that I went to film school at New York University.

I have a breadth and depth of filmmaking skills with a unique vision that will make any film project successful. I have worked as a director, cinematographer, editor, and on the several crew positions for various projects. Each position has helped me become a better filmmaker. This cross training also enables me to communicate my vision more effectively to the many departments and professionals required in filmmaking.

Thank you for your time. My demo reel is 8 minutes long with several selections of my work. My demo reel, resume, additional film segments and artwork can be accessed on the web at: <http://www.Amadin.biz> I directed, shot and edited everything on the reel. Most of it I also wrote and produced as well. You can request a DVD copy of my reel. I have won several prestigious Telly Awards of excellence for my outstanding work.

Sincerely, Kyle Schmierer E-mail: Amadin7@aol.com

ACC000012
AMADIN #7952

"The history of the film industry clearly demonstrates that everyone starting out to make a picture, from the established entrepreneur with the multimillion-dollar studio spectacular to the first-time producer with a low-budget film, stands a chance of having a hit. A computer study that researched the success-to-failure ratio of producers and directors over a period of twenty-five years, examining some 300 pictures, both majors and independents, arrived at the 'absolutely inescapable conclusion that the ratio of success to failure is the same for any producer or director over a given span of time, regardless of reputation.' No combination of producer, writer, director, stars, or story concept will guarantee a success. Alternately, it is possible for an unknown producer with a no-name, low budget picture to produce a hit."
(source: Independent Feature Film Production by Gregory Goodell)

CAREER SUMMARY FOR KYLE SCHMIERER

I received a BA/BS degree from Northland Liberal Arts/Environmental College. Upon graduating Magna Cum Laude with my self-designed and self-directed major in Global Environmental Studies, I formed Amadin, a non-profit media organization. I went on to produce and direct multimedia projects for Amadin in India and Tibet, covering all aspects from conception to presentation including research, trip planning, development, writing, photography, location scouting, audio recording, interviews, and post production.

I began to recognize the power of the medium of film/TV to help the world in our time of crisis and as a medium of self-expression where my talent, passion and purpose lay. Then I apprenticed with a video production company to begin my training in videography, production, and editing. In the fall of 1994, I completed the internationally acclaimed New York University/S.C.E. Intensive Filmmaking Program. There I participated in several film projects and directed and shot two short films. Along with my own reading and study, I have also taken courses on directing and producing from Film/Video Arts of Manhattan and Independent Feature Project West. Most recently, Montana Edit's Masters Program – a comprehensive training program of certified AVID courses, was successfully completed. By working within the Hollywood film industry, I have learned hands on while working in a number of technical crafts. Departments I have freelanced in include camera, sound, set lightning, grip, and production.

While continuing to pursue educational and philanthropic agendas, my primary calling is a lifetime commitment, dedication, and passion to continue to learn and develop as a filmmaker.

The ATMA Study will fully introduce Kyle's innovative and creative abilities, as well as his vision and passion for filmmaking/storytelling to the world. To date, he has spent three years and many thousands of dollars of his own funds developing this labor of love, and intends to work with the most talented cast and creative teams from Hollywood, Europe, Africa, India and other parts of the world. His team of mentors and seasoned professionals are committed to him and this project and will insure the success of the film. Kyle knows the time is now to utilize the recent revolutionary advances in digital technology in the film industry and adopt a more productive and efficient business model that will out compete the studios. A better product for less money and better rewards for those who risk and contribute to making a great film, is the foundation for success. The opportunities for independent production companies to create films, and for investors to profit from these movies are historic.

**RESUMES
OF
FILM PROFESSIONALS**

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Kyle Schmierer
Writer-Producer-Director- DP-Avid Editor
www.Amadin.biz

Kyle is now in development with three feature film projects he wrote and will direct:
"The ATMA Study," "The Most Dangerous Game" & "Radicals."
Kyle is an award winning filmmaker dedicated to outstanding work.

EXPERIENCE: (partial listing)

Smokey Mountain - 2 documentary specials on Smokey MT., Philippines

Duties: Director, Cinematographer, and Editor
Production Company: Wordnet Productions - over 4 million viewers

In The Dark of Night - Independent feature film currently in post-production

Duties: writer, co-producer, director, cinematographer, AVID editor

Word in the World - 25 years old national cable T.V. show (over 1 year)
with over 4 million viewers -- on TBN and Odyssey network (110 million subscribers)

Duties: Director and Cinematographer (hired to redesign/revamp the show)
Production Company: Wordnet Productions

RiskTakers - Television pilot (optioned to Discovery)

Duties: Co-Producer, Co-Director, Co-Editor, and Primary Cameraman
Production Company: Alternative Pictures and Alternative Rentals

Face of an Angel - Independent feature (Intl. home video distribution)

Duties: Co-Producer, Director, Cinematographer, and Editor
Production Company: Amadin Corporation

EDUCATION:

Northland Liberal Arts/ Environmental College - Magna Cum Laude
New York University/ S.C.E. Intensive Filmmaking Program - A
Montana Edit's Masters Program - a comprehensive training program of certified AVID
courses

Kyle has practiced a number of technical crafts in the Hollywood film industry. He has over a decade of Film/TV industry experience. Departments he has freelanced in include camera, sound, set lighting, grip, and production. He has worked as Gaffer, Key Grip, D.P., and editor on various film and video productions. Kyle purposely worked in a variety of capacities in the film business to provide an excellent understanding of the entire filmmaking process creatively, technically and financially.

Kyle Schmierer - CINEMATOGRAPHER

www.Amadin.biz

E-mail: Amadin7@aol.com

PRODUCTION EXPERIENCE (partial listing):

COMPANY	POSITION	PROJECT
CAMERA		
Amadin	D.P.	various corporate/commercials etc.
Wordnet Inc.	D.P.	Smokey MT. - Philippines documentaries
Alternative Pictures	D.P.	In The Dark Of Night - Feature Film
Alternative Pictures	D.P.	RiskTakers - T.V. Pilot
Amadin Corp.	D.P.	Face of an Angel - Feature Film
OCTV Prods	D.P.	OCTV- Sports TV Show
Wordnet Inc.	D.P(1 year)	Word in the World -Natl. Cable Series
John Edwards	Camera	John Edwards show - WE TV
Magic of Alexander	Camera	Promotional Video
Good Shepherd Center	Camera	Promotional Video
Baker Entertainment Group	Camera	Promotion- Home Shopping Network
Granada Ent.	Video AC	Room Raiders - MTV series
Higher Light Films	1st AC	Giving Up the Ghost - Feature
Hill Productions	AC	That Used To Be Me - Short
Siam Productions	2ndAC	Whole New World - Commercial

ELECTRIC

Johns + Gorman Films	Gaffer	ESPN2- Natl. Commercial
Mattel Inc.	Gaffer/Grip	Corporate video
Cypher Prods.	Electrician	Double Tap - H.B.O. Feature
Goode Pictures	Electrician	Grand Avenue - H.B.O. Feature
Sony Studios (lot)	Electrician	Set Lighting Dept. - Prep.
Foxlab/STF Prod	Electrician	America's Most Wanted - Fox TV
Only Kid Inc.	Best Boy	Kid Cop - Feature
DA-COR Pictures	Best Boy	Giving Up The Ghost - Feature
Pop Art Film Factory	Best Boy	Music Video
3 Ring Circus	Electrician	Cinemagic - Commercial
Lynch Entertainment	Electrician	Hidden World of Alex Mack - T.V.
Spears Productions	Gaffer	Scream Teen Scream - Short
B Smart Productions	Electric/Grip	Spilt Milk -- Feature

GRIP

Spectrum Communications	Key Grip	G.M. England - Corporate film
Angel Records	Key Grip	Records Promotion -Video
Elan Co.	Grip/Gaffer	Bosley Medical Institute - Video
Aacme Films	KeyGrip	Happy B-Day Billy Gayle - Short
Fahrenheit Films	Grip	Cheetos- Commercial
Tra - Jam Productions	Grip	Eyes of Love - Music Video
N.M.P.C. Productions	Grip	Show and Tell - P.S.A.
Marke Media	Dolly Grip	Corporate Video

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AMADIN #7952

CAMERA and RELATED PROFICIENCY:

Sony HDW-F900 24P HDTV camera
Arriflex 35III, Arri BL III & IV, and 16mm Arri SR2 & 3
Panavision, GII 35mm - loader and 1st AC, seminar in Tarzana
Familiar with camera reports, lenses and filters
Various professional video cameras
Experience with Condor cranes, Porta-Jib, Fisher and Chapman dollies
Apprenticed with video production company, use of ENG camera packages

Kyle Schmierer - EDITOR

www.Amadin.biz

E-mail: Amadin7@aol.com

PRODUCTION EXPERIENCE (partial listing):

COMPANY	POSITION	PROJECT
EDITOR		
Metropolitan Post	Editor	various corporate & commercial projects
Amadin	Editor	various corporate & commercial projects
Amadin	Editor	Vegetarian House – Restaurant Promotion
DVD/Web		
Amadin	Editor	Apprentice Profile – Eric Luster
Wordnet Inc.	Editor	Smokey MT. – Philippines, 2 half hr. Natl.
Broadcast documentaries		
Alternative Pictures	Editor	In The Dark Of Night - Feature Film
Alternative Pictures	Editor	RiskTakers - T.V. Pilot
Amadin Corp.	Editor	Face of an Angel - Feature Film
OCTV Prods	Editor	OCTV- Sports TV Show
Wordnet Inc.	Editor	Word in the World -Natl. Cable Series -opening
Magic of Alexander	Editor	Promotional Video
Good Shepherd Center	Editor	Promotional Video

*** Taught editing at two college film programs**

*** I own an AVID Xpress Pro HD system and I have edited on higher end AVID (Composer Symphony, Adrenaline, Symphony Nitris HD, etc.) and many different types of editing systems - even with film on flat beds (Steenbeck & Moviola)**

ACC000017
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OTHER SKILLS

Still photography - 7yrs

PADI scuba certified, boating, climbing, backcountry camping, etc.

Working knowledge of Spanish; experience and study in India, Tibet, Nepal, Colombia, Mexico, Europe, Philippines, Thailand, Japan, Canada, Malaysia

EDUCATION

NYU/SCE Intensive Filmmaking Program - A

Northland College - BS/BA Global Environmental Studies - Magna Cum Laude

REFERENCES:

Sandra Garner [REDACTED]
[REDACTED]

Wordnet

532 North D Street San Bernardino, CA 92401 Phone: (909) 383-4333

Fr. Mike Manning Phone: [REDACTED] E-mail: [REDACTED]@wordnet.tv

PLEASE SEE MY WEBSITE AT: www.Amadin.biz

ACC000018
AMADIN #7952

composer bio & selected credits

May 2003

cato started composing original scores for film, television and multi-media in the early 90's when he wrote and produced all original music for the award-winning, European TV-series "U", as well as other acclaimed TV-series and documentaries.

Since relocating to LA, Cato has scored several more award-winning productions like feature documentaries "Modern Tribalism" and "The Shoe Store" (featuring legendary Billy Wilder), two time Emmy-winner Tom Sheppard's directorial debut, the comedy "Scott's Play" (a theatrically released festival winner that was the highest rated film ever at ifilm.com) and Carolyn Coal's dramas "Cache" (in competition at the 1999 Sundance Film Festival) and "Tell Me Who Ruby Was". Cato has also composed original music for "Freelancer" by Digital Anvil/Microsoft and he recently finished scoring "People Of Earth" for Sputnik Pictures and "The Passenger" for director Carolyn Coal and Mandalay Entertainment. Cato's music has also underscored primetime network television in CBS' "Breaking The News" and been used both in the "The Howard Stern Radio Show" and "Celebrity Adventure Australia".

Cato's music is also in high demand for feature film marketing with all the major studios, as well as for commercials (Budweiser, Ford, Charles Schwab, etc.). His music is currently featured in the theatrical trailer for "Charlie's Angels 2". The total box office for the films marketed in part by Cato's music totals in the billions...

Cato has a highly diverse musical background ranging from writing hard core industrial to sweeping orchestral and many styles and innovative combinations in between. He also brings to the keyboard a unique and substantial experience as a sound designer & producer of electronic music. His experience even includes the honor of being chosen to oversee a private musical arrangement for The Pope in 1991. Cato was also invited to participate in the 2002 ASCAP Film Scoring Workshop in which he received much peer and industry praise for his orchestral composition "A Turning Point".

These and other elements, together with a strong interest in moving images and the story they tell, enables him to take a fresh and very effective approach in scoring to picture while working quickly and efficiently. Cato is a member of ASCAP and a Platinum member of the SCL.

creative soundscapes

creative soundscapes inc., tel 310 659-5633, fax 310 659-5507 1033 s. holt ave., suite 4, los angeles, california 90035 . usa
www.creativesoundscapes.com

ACC000019
AMADIN #7952

cato- selected credits

film

"The Passenger"	Mandalay Entertainment - Carolyn Coal, Director
"Tell Me Who Ruby Was"	Atom Films - Carolyn Coal, Director
"Scott's Play"	Serious Dog Films - Tom Sheppard, Director
"Cache"	The Coalition - Carolyn Coal, Director

television and documentaries

"The Howard Stern Radio Show"	Syndicated
"Breaking The News"	CBS
"Celebrity Adventure Australia"	E!
"People Of Earth"	Sputnik Pictures
"Modern Tribalism"	low-fi filmworks 1.0 LLC
"Risktakers" (pilot)	Alternative Pictures
"Eyewitness" (series)	TV 2
"U" (series)	NRK
"TM-Shoestore"	Long Guy Land Films

feature film marketing, commercials and promos

Select projects only (see website for complete credits):

"The Hulk"	Universal Pictures
"Charlie's Angels 2"	Columbia Pictures
"X-Men 2"	20th Century Fox
"Terminator 3"	Warner Bros.
"Spider-Man"	Columbia Pictures
"Showtime"	Warner Bros.
"The Mummy Returns"	Universal Studios
"The Phantom Menace"	20th Century Fox
"Jurassic Park 3"	Universal Studios
"Along Came A Spider"	Paramount Pictures
"Thirteen Days"	New Line Cinema
"The Contender"	DreamWorks
"Dawson's Creek"	The WB
"Buffy The Vampire Slayer"/ "Angel"	The WB
"20/20, NOW's, Nightline, The View Politically Incorrect, Good Morning America, Who Wants To Be A Millionaire"... and many more...	ABC, WB, CBS, etc.
"Ford Focus" (2 spots)	Ford Motor Co.
"Satellites" Budweiser	Office Depot, Charles Schwab
Various spots	Studentcredit.com

Custom musical direction CDs and video reels are available in addition to current composer demo CD.
Please contact Creative Soundscapes, Inc. for this and information about Cato's availability for your project.

creative soundscapes

creative soundscapes inc.. tel 310 659-5633. fax 310 659-5507 1033 s. holt ave.. suite 4 . los angeles, california 90035 . usa
www.creativesoundscapes.com

ACC000020
AMADIN #7952

CREATIVE MEDIA MANAGEMENT

Unit 3b Walpole Court, Ealing Studios, Ealing Green, London W5 5ED
Tel: +44 (0)20 8584 5363 Fax: +44 (0)20 8566 5554
E-mail: enquiries@creativemediamanagement.com

AMANDA BERNSTEIN **PRODUCTION DESIGNER**

Film credits include:

SIMON AN ENGLISH LEGIONAIRE

Shot in Morocco

Dir./Prod.: Martin Huberty
Producer: Peter Heslop
Company: Simon Film Productions Ltd.

THE BONE COLLECTOR

Re-shoots

Director: Philip Noyce
Producer: Peter La Terriere
Company: Universal

WAITING IN QUITO

Short Feature shot in Ecuador

Dir./Prod.: Ian Balie
Company: British Council

Television credits include:

THE LAST DAY OF POMPEII

1hr Drama Documentary – BBC1

Director: Peter Nicholson
Producer: Ailsa Orr
Company: BBC

THE REAL WORLD LONDON - MTV

Drama Documentary

Director: George Verschoor
Producers: Mary-Ellis Bunim, John Murray
Company: Bunim-Murray Productions Inc.

CANNED CARROT

TV Comedy

Director: Ed Bye
Producer: Paul Smith
Company: Celador

I LOVE KEITH ALLEN

TV Comedy

Director: Tom Poole
Producer: Keith Stewart
Company: Noel Gay

Cont....

ACC000021
AMADIN #7952

Amanda Bernstein – Cont....

SET DECORATOR

Film credits include:

THE BEACH

Re-shoots

Director: Danny Boyle
Producer: Andrew McDonald
Prod. Des.: Ricky Eyres
Company: The Beach Film Ltd.

THE RETURN OF THE THIEF OF BAGHDAD

Shot in India

Director: Douchan Gersi
Producer: Ramesh K
Prod Des: Giles Masters
For: Golden Communications

STAR WARS: THE PHANTOM MENACE

Shot in Tunisia

Assistant Set Decorator

Director: George Lucas
Producer: Rick McCallum
Prod.Des.: Gavin Bouquet
Company: Jak Proctions

ART DIRECTOR

Film credits include:

JACK AND THE BEANSTALK THE TRUE STORY

Baker

Director: Brian Henson
Producers: Pete Cooghan, Martin

Prod.Des.: Ricky Eyres
Company: The Jim Henson Company

ALICE THROUGH THE LOOKING GLASS

Johnson

Director: John Henderson
Producers: Trevor Eve, Simon

Prod. Des.: Anne Tilbey
Company: Projector

BAFTA Nomination for Best Production Design

AMY FOSTER

Steel

Director: Beeban Kidron
Producers: Polly Tapson, Charles

Prod.Des.: Simon Holland
Company: Tapson Steel Productions

ACC000022

AMADIN #7952

Amanda Bernstein – Cont....

Television credits include:

BRAMWELL

Whitby

Directors: David Tucker, Paul Unwin
Producers: Harriet Davison, Tim

Prod.Des.: Lawrence Doorman
Company: Carlton

CRYSTAL MAZE

Director: David G Croft
Producer: Malcolm Heyworth
Company: Chatsworth

Commercials as Art Director:

<u>Product/Title</u>	<u>Director</u>	<u>Production Co.</u>
BUTLIN'S 'Fun Police'	Julian Griffiths	Spectre
BERTOLI OLIVE OIL	Ben Warwick	Rogue
COI (LEARN DIRECT) – SPONSORSHIP IDENTs	Ronnie West	RSA
NIGERIA – HIV AWARENESS	Rod Butcher	Garretts
TOYOTA – FORMULA 1	Devon Dickson	Rogue
RAINBOW TRUST	Ben Warwick	Rogue
BIRDS EYE – ENJOY (x2)	Ben Warwick	Rogue
BT	Dominic Savage	Stark
WHISKAS	Rod Butcher	Garretts
ROYAL MAIL	Colin Gregg	Stark
TETLEYS BITTER	Colin Gregg	Eclipse
CREATIVE LABS	Ben Warwick	Original Concept
FORD	Julian Griffiths	WOOF
FOX'S	Colin Gregg	Eclipse
MARS	Colin Gregg	Eclipse
OXO (Series of 5 commercials)	Dominic Savage	Stark Films
ALFA ROMEO (x2)	Julian Griffiths	Peter Ker Associates
HOMEPRIDE PASTA BAKE	Julian Griffiths	WOOF
MILKY WAY	Julian Griffiths	WOOF
AMERICAN EXPRESS	Julian Griffiths	WOOF
McDONALDS – CHILLI BURGER	Julian Griffiths	WOOF

PAUL VIK MARSHALL, C.A.S.

PRODUCTION SOUND MIXER

FULL FEATURE PACKAGE

HOME [REDACTED] FAX [REDACTED]

VOICE MAIL/PGR [REDACTED]

FEATURES 1991-2000

MOST RECENT - ADDITIONAL FEATURE LIST ON REQUEST

JOE HEAD GOES HOLLYWOOD, SAM KASS - DIR., PETER McALEVEY - PROD.
DOWN & OUT WITH THE DOLLS, WHYTE HOUSE FILMS, KURT VOSS - DIR.
THIEF OF BAGHDAD - INDUS INC., DUCHAN GERSI - DIR., (SHOTININDIA)
ORANGE COUNTY - FILMSMITH, JOSH EVANS - DIR., ZACH MATZ - PROD.
SACRIFICE - AMERICAN WORLD PICTS, MARK LESTER - DIR.(ALABAMA)
NEWSBREAK - ROJAK FILMS, S. RODNUNSKI - DIR., JODI SULZMA - PROD.
SUGAR TOWN - ALLISON ANDERS - DIRECTOR, DAN HASSID - PRODUCER
KNOCKOUT - DMG ENTERTAINMENT, LORENZO DUMANI - DIRECTOR/PROD.
BUDDY BOY - INDEPENDENT PICTURES, MARK HANLON - DIRECTOR
YONGARRY - ZERONINE PRODS., HYUNG RAE SHIM - DIR. (SOUTHKOREA)
AMERICAN HISTORY X - TONY KAYE - DIRECTOR, ADDITIONAL PHOTO.
ADVENTURES OF TOM SAWYER, CRYSTAL SKY, NANDA RAO - PRODUCER
ARTHUR'S QUEST, CRYSTAL SKY, NANDA RAO- PRODUCER
MR. ATLAS - WINDMILL PRODUCTIONS (UTAH)
HIGHLAND PARK BLUES, JENS PILIGARD - DIRECTOR
SNAKE SKIN JACKET, NORMAN GERARD - DIRECTOR

TELEVISION 2000 -1994

MARY KAY LETOURNEAU STORY, ROCKET SCI./FOX - JACK PEREZ, DIR
BRADY BUNCH, THE FINAL EPISODE, ROCKET SCI./FOX, JACK PEREZ, DIR.
AFTER DIFFERENT STROKES, ROCKET SCIENCE/ FOX - TED HAIMES, DIR.
JACK AND JILL, WARNER BROTHERS, 1ST UNIT FILL-IN
BUFFY THE VAMPIRE SLAYER, 20th CENTURY, 1ST UNIT FILL-IN
WALKING AFTER MIDNIGHT, ANGEL TEL. INC., CBC CANADA
POWER RANGERS, SABAN
BAYWATCH, BABYLON 5, THE JERSEY, 1ST UNIT FILL-IN
VANISHING SUN, STU SEGAL
THE SECRET WORLD OF ALEX MACK, NICKELODEON

SPECIAL PROJECTS

1997: THE LAST DAYS - SHOA FOUNDATION, STEVEN SPEILBERG, EXEC. PRODUCER

1990-1991: MICHAEL JACKSON - VISUAL DIARY ON MICHAEL'S LIFE,
MJJ-OPTIMUM PRODS.

AWARDS

1997 - EMMY: A COMMUNITY OF CARING, LOS ANGELES - DOCUDRAMA

ACC000024
AMADIN #7952

January 12, 2001

To: Kyle Schmierer

Re: "The Most Dangerous Game" Make-Up Department.

Hello Mr. Schmierer,

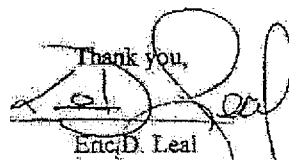
I am writing per your request. You has told me that you will be a producing and directing the above-mentioned film and asked if I would write to you a letter of introduction on my behalf. I would love to because it would give me a chance to brag about myself, and I thank you for the opportunity. More specifically, you asked that I tell you of my education experience, and industry connections to show why you should pick me for the film. Enclosed in the envelope I am sure that you have found a copy of my resume, which should take care of the first and part of the second topic but I would like to elaborate on my experience and tell you of some of my connections.

I currently work for a make-up and FIX crew called KD. 151 Productions. While there I have found the owner, Ken Diaz, to be an invaluable teacher and mentor. He has not only taught me what my make-up school didn't but he has helped to guide me in my everyday dealings in the industry. The basic rule is if it doesn't look right then make it! Whether it's a misplaced eyelash or a prosthetic seam line that is just too thick and needs to be thinned out, it needs to look right so fix it.

As a company, KD. 151 Productions has worked on many films such as "Anaconda," "The Mask of Zorro," "U-Turn," and "The Perfect Storm." We just finished "Fidel" which was filming in Mexico and we are. Currently we're working on "Training Day" with Denzel Washington. Our specialties include research and realism. Without the first the second will not exist. Because of theses specialties our company is sought out for our prosthetics, our varieties of blood (i.e. bright, dark, pumping, flowing, jam or jelly) and our tattoos. We do all of these services from concept to application.

Ken has been my connection to the industry and because of him I have made subsequent connections with other Make-Up artists, FIX companies, and Make-Up distributors who give me great discounts by association. I have already given Kyle an estimate for my services "on set" as well as one for the prosthetics that are needed. For this film I will be contracting the services of KD. 151 and possibly a few other companies so that the prosthetics will be ready on time.

Well I hope that this letter has been helpful. I think I've covered all my bases, but if not or if you have any questions, or if you would like to meet with me please don't hesitate to call me.

Thank you,

Eric D. Leal
Make-Up Artist

ACC000025
AMADIN #7952

Eric D. Leal

Phone ()

Objective

Seeking a position to further my experience as a Make-up and Special *FIX* artist

Education

1998 -1999 Elegance International Inc. Academy of Professional Make-up Los Angeles, CA

Work experience

1996 - current KD.151 Productions Whittier, CA

Theatrical Make-up Chemist/Artist

Manufacturer of Theatrical Blood, Prosthetics, Mold Making, Face Impressions, Tattoo Concepts and Designs, Make-up Designs and applications

1999 Urban Up

Einstein Productions, Inc. Los Angeles, CA

Make-up Artist

Straight and Beauty make-ups

1999 My America: La Nueva Frontera

Jordan Silver Productions New York City, NY

Key Make-up Artist

Snake Bite, Small scars, Bruising, Witch doctor and Straight Make-ups.

1999 The Gift

Windhorse Entertainment Los Angeles, CA

Key Make-up Artist

Bullet Wounds, Fantasy and Straight Make-ups.

2000 New Breed

Kirk Gardner Los Angeles, CA

Key Make-up Artist

Bullet Wounds, Character and Straight Make-ups

2000 Hollywood Vampyre

Silver Sky Productions Burbank, CA

Key Make-up & FIX Artist

Working Bullet wounds, Scaring, Camera ready Tattoo concepts and application Fantasy-Gothic, Straight Make-ups

References

Available upon request.

ACC000026
AMADIN #7952

BONNIE STAUCH

TEL: [REDACTED] PGR: [REDACTED] FAX: [REDACTED]

COSTUME DESIGNER**Film (partial list)**

TITLE	PROD. CO.	PRODUCER	DIRECTOR	STARRING
STORM WATCH	Cinetel, Inc.	Paul Hertzberg	Terry Cunningham	Adrian Paul, Bai Ling, Coolio, Tone Lok
TWISTED FATE	Cinetel, Inc.	Lisa Hensen Paul Hertzberg	John Terlesky	Lou Diamond Phillips, Edoardo Ballerini, Kari Wuhrer, Steven Bauer
PAST TENSE	Cinetel, Inc.	Lisa Hansen Paul Hertzberg	David Worth	Roy Scheider, Dina Meyer, William McNamara, Henry Rollins
BEETHOVEN'S THIRD	Universal	David Bixler Kelli Konop	David Evans	Julia Sweeney, Judge Reinhold
PAVILION OF WOMEN (AMERICAN UNIT)	Universal	Luo Yan	Yim Ho	Willem Dafoe, Luo Yan, Amy Hill
ANGEL'S DANCE	Home Box Office	David Bixler	David Corley	Jim Belushi, Sheryl Lee, Kyle Chandler
BREAKFAST WITH EINSTEIN	Motion Picture Corps. of America	Brad Krevoy Jeremy Kramer	Craig Shapiro	Priscilla Presley, Thomas Gottschalk, Lin Shaye, Ben Foster
ROMANTIC MORIIZ	Prosperity Pictures	Richard Mann	Tim Boxell	Christopher Lloyd, Roger Daltrey, Casper Van Dien, Lauren Graham
JOHNNY SKIDMARKS	Cinepix Film Prop.	Mike Pascomeck	John Raffo	John Lithgow, Frances McDormand, Peter Gallagher, Jack Black
OUTSIDE OZONA	Columbia/friStar	Carol Kottenbrook	Joe Cardone	Kevin Pollack, Penelope Ann Miller, David Paymer, Swoosie Kurtz, Robert Forster, Sherilyn Fenn
BLACK DAY, BLUE NIGHT	Republic Films	Carol Kottenbrook	Joe Cardone	J.T. Walsh, Mia Sara, Gil Bellows, Michelle Forbes
DOG WATCH	Home Box Office	Malcolm Barbour	John Langley	Sam Elliot, Paul Sorvino, Esai Morales
FRONT LINE	Home Box Office	Arthur Chang	Quinton Peeples	Dan Lauria, Jessica Steen
INTREPID	Phoenician	Andrew Stevens	John Futch	John Savage, Rya Kihlstedt, Lenny Von Dolan, Jason London
CRASH POINT ZERO	Phoenician	Andrew Stevens	John Futch	James Coburn, Kostas Mandylar, Finola Hughes
DREAM SHEET	Microsoft	Michael Ahn	Jay Andrews	Treat Williams, Susan Blakely
PURSUIT OF HAPPINESS	The Martindale Group	Michael Ahn	Michael Ahn	Laura San Giacomo, Steven Weber, Flea
THE COWBOY AND THE MOVIE STAR	The Family Channel	Alex Hyde-White	John Futch	Frank Whaley, Annabeth Gish, Amy Jo Johnson, Jean Stapleton
SOMETIMES THEY COME BACK AGAIN	TriMark Pictures	Mike Elliott	Mark Griffiths	Perry King, Sean Young, David Groh, Priscilla Barnes, Steve Kanaly
SOMETIMES THEY COME BACK FOR MORE	TriMark Pictures	Michael Meltzer	Adam Grossman	Hilary Swank, Alexis Arquette, Michael Gross
DROP DEAD	Regent Entertainment	Michael Meltzer	Dan Berk	Faith Ford, Max Perlick
BOYS CLUB	Regent Entertainment	Paul Colichman	Sam Irvin	Mariel Hemingway, Dyan Cannon
	Home Box Office	Tim Cavanaugh	Librado Baracio	Beau Bridges, Patrick Renna

TELEVISION

THE D.R.E.A.M. TEAM SERIES	United Paramount Network	Dean Hamilton	Variety of Directors	Roger Moore, Tracie Bingham, Angie Everheart, Jeff Kaake
THE D.R.E.A.M. TEAM PILOT	United Paramount Network	Dean Hamilton	Dean Hamilton	Martin Sheen, Tracie Bingham, Angie Everheart, Jeff Kaake
100 DEEDS FOR EDDIE MCDOWD PILOT	Nickelodeon	Steve Berman	Max Tash	Richard Moll, Shia Labeouf, Dwight P. Ketchum
PACIFIC BLUE SERIES	USA Network	Gary Nardino	Variety of Directors	Rick Rossovich, Jim Davidson, Darlene Vogel, Paula Trickey
VITAL SIGNS MINI-SERIES	BMG-Germany	Chris Peschkin	Dieter Kehler	Maria Furtwaengler, Carol Campbell, Ursula Buschhorn
THE MONKEES' SPECIAL	ABC	Ronnie Hadar	Mike Nesmith	Mike Nesmith, David Jones, Peter Tork, Micky Dolenz, Chuck Woolery

EDUCATION

GEORGE WASHINGTON UNIVERSITY, WASHINGTON, D.C. B.A. THEATRE ARTS, 1978

ADDITIONAL FILM, STAGE AND COMMERCIAL CREDITS AND REFERENCES AVAILABLE UPON REQUEST.

ACC000027

AMADIN #7952

CURRENT PROJECT STATUS

The project is now ready and awaiting the complete financing of the film project. Funding is the next necessary step towards successfully completing *The ATMA Study*.

With full funding we can then move forward to the research project, securing the cast and crew, bargaining and contracting with vendors, scouting the locations, negotiating with landowners and governments, and finalizing the schedule for the filming to begin.

There are possible seasonal weather issues and schedule conflicts that can shift the shoot dates up to a year, but there is still much preparatory work to be done. Detailed preparation and research is important in lowering cost and preventing expensive complications so all interested investors are encouraged to proceed soon, so the work to produce the film can begin. An excellent and profitable film awaits your crucial participation.

ACC000028

AMADIN #7952

MARKETING/SELLING THE FILM

The Production Team plans to keep *The ATMA Study* independent in every way possible in order to maintain the integrity of the story, its characters, and its direction, thereby ensuring a high quality product. We will secure Distributor(s), who will be responsible for getting the film into theaters, video stores, and television markets worldwide. A producer's rep and publicist will work in conjunction with us to promote the movie, assist in finding distributors and placing our film, *The ATMA Study*, at film festivals and in special markets - including foreign, cable, Internet, and interactive CD ROM and DVD.

The selling strategy for the Production Team is to focus on Domestic Distribution. Showing our film in US theaters will boost the prices in all the other markets. The Domestic market drives all the other markets. *The ATMA Study's* success in US theaters will provide powerful leverage and generate intense competition for our film so we can get the most profitable deals. To aid in selling the film, marketing efforts will be directed towards Domestic Distributors, media outlets and the general public of North America. The work of the Production Team does not end with the completion of the film. Because everyone will benefit from the economic success of the film, you can be sure the actors and other key personnel will continue to promote the film through interviews and other publicity.

Of course, for you the investors, the main purpose of marketing and selling the film is to make money. Conservative projections, which used the similar independent film *Bowling for Columbine* as a model, indicate more than \$51.21 million in producer's net profits. With our generous offer to you the investor, a moderate success would yield 213% ROI. The Production Team expects *The ATMA Study* to reach the success of *Bowling for Columbine*, but it has the potential of a hit like *My Big Fat Greek Wedding* (with over \$240 million to date in U.S. Box Office alone) - to yield more than a 1,500 % ROI which would provide you over \$160 million.

The ATMA Study will premiere and potentially sell at one or more of the following venues:

- | | |
|---------------------------|------------------------|
| A. Film Festivals | C. Industry Screenings |
| B. Film Market Screenings | D. Internet |

A. Film Festivals

Festivals have become the true marketplace for the ever-expanding independent film arena. Film festivals have changed from a place where cinephiles went to watch obscure movies, to an energetic marketplace where distributors and press from around the world can get a peek at the new trends in filmmaking, and purchase products that will fill the entertainment pipeline for the coming year.

Film festivals look for breakthrough films that are original, visionary, and intellectually stimulating. *The ATMA Study* is this type of movie that film festivals are predisposed to like.

The Production Team plans to premiere *The ATMA Study* at one of the A-Level film festivals. It is here where *The ATMA Study* can generate a tremendous industry 'buzz' through a strong word-of-mouth campaign, film critics and other press in order to attract the highest bidder.

Below is a list of A-LEVEL film festivals where the Production Team anticipates premiering *The ATMA Study* :

<u>FILM FESTIVAL</u>	<u>MONTH</u>
Sundance Film Festival	January
Palm Springs	January
Berlin Film Festival	February
LA. Independent Film Festival	April
San Francisco Film Festival	April
Cannes	May
Telluride Film Festival	August
Toronto Film Festival	September
New York Film Festival	September
Venice Film Festival	September
American Film Institute	October/November

B. Film Markets

An alternative to film festivals are international film markets. While an increasing number of distributors attend film festivals, all distributors worldwide go to film markets with the purpose of buying films.

The impact of independent films at these markets over the last six years has been revolutionary. While at one time, markets were considered mostly genre-fare, American independent films have paved the way for numerous higher-end foreign sales companies, specializing in independent feature projects, to showcase their product at the following markets:

<u>FILM MARKET</u>	<u>MONTH</u>
American Film Market (Santa Monica, CA)	February
Cannes Film Market (Cannes, France)	May
MIFED (Milan, Italy)	October

C. Industry Screenings

The Production Team will hold industry screenings in Los Angeles for the purpose of selling *The ATMA Study*. Select members from buyers in distribution companies and members of the press are invited and enticed to see the film.

D. Internet

Utilizing the Internet to showcase and market a film project is becoming a major media/marketing tool that is increasingly utilized by all major studios, as well as distributors. *The ATMA Study* will have its own website, which will act as a source of awareness, marketing, and merchandising in the release of the film. The website will be available for distributors to view the trailer, interviews and other publicity materials in an exciting full motion video and sound presentation. The movies website will also appeal directly to the public to raise awareness and excitement for the film.

THE BUYERS

Distributors serve as middlemen between the filmmakers and the theater chains. However, a distributor's system of operation is much more complex than that. They are also responsible for marketing, publicizing, and advertising the films.

Independent distributors are responsible for releasing over 50% of the films released yearly, and account for nearly 20% of the total Box-Office market-share.

The Production Team is confident that *The ATMA Study* could end up in a bidding war amid optimum circumstances, giving us an advantage to make an overall lucrative deal with a distributor, or else sell-off the rights to the film, territory by territory.

A. North American Distributors

Over the past decade, the independent film movement has exploded, establishing a solid presence in the box-office market-share, and at the Academy Awards. This success has led to a huge cash infusion, courtesy of the Hollywood studio system, most of who have bought or created their own independent film divisions.

As a result, independent distributors now have much deeper pockets, and are paying often millions of dollars for the rights to a newly made film. Additionally, nearly all of these distributors have foreign sales divisions.

B. Foreign Sales Companies

Foreign Sales companies are middlemen between production companies and foreign distributors. They are responsible for marketing and selling a film territory by territory to foreign distributors. They typically operate on a twenty-to-thirty percent, (20-30%), commission basis.

In the past, two forces drove foreign markets: Stars and genre, (i.e., guns, sex, martial arts, horror, etc.). However, just as American studio films have always dictated foreign moviegoers' tastes, so too have American independent films.

Many foreign sales companies and distributors have deals with foreign buyers that require them to buy 'packages' of films. *The ATMA Study* is a reality based movie with an

interesting and entertaining storyline. These factors will undoubtedly make the film attractive in the foreign marketplace. However, if *The ATMA Study* is sold as part of a package of films, a foreign distributor will be obligated to buy the entire package, thus assuring foreign distribution for *The ATMA Study*.

Should the Production Team use a foreign sales company, rather than a North American distributor with an overseas sales force, the distributors listed below sell high-level American independent films, and would be excellent candidates to sell *The ATMA Study*.

Alliance Pictures International	Trans- Atlantic Entertainment
Kushner-Locke International	Initial Entertainment
Overseas Film Group	Good Machine International
Lions Gate International	Cinequanon
Lumiere International	Lakeshore International
Capella	MDP Worldwide
BMG Entertainment	Ciby 2000
Summit	Quadra

In this scenario, it is possible to generate more money in terms of overall advances. However, the rate-of-return is much slower.

C. ANCILLARY MARKETS

Ancillary Markets are a vital part of a film, and are an excellent way to hedge the investment risk. As the marketing costs of movies continue to increase, ancillary markets have become useful financial safety nets, helping to lower the risk for films, as well as additional sources of revenue. Independent films like *The ATMA Study* have done exceedingly well in these markets, generating millions of dollars in revenue, and in some cases, generating more income than the film's theatrical release.

Until the mid-1970s, there were only two ways to exhibit filmed entertainment products - movie theaters, and network television. However, over the last twenty years, the shelf life of a film has become indefinite, as the entertainment industry has profited from the largest economic expansion since the industrial revolution, and the technology boom. With the birth of cable television, pay-per-view, VCRs, home video/DVD, and the Internet, the shelf life of a film has extended, and the entertainment revenue has nearly tripled to its current state of \$122 billion.

I. Home Video/DVD

The average American household owns two videocassette recorders, and the home video/DVD market is more than a \$20 billion a year industry. The home video/DVD market helps independent films like *The ATMA Study* reach more viewers, because it increases the life of the film, as well as the accessibility of the product. Furthermore, the home video/DVD market enables independent films to directly compete with larger studio films, whose videocassettes sit on the shelves of the same local video stores.

II. Cable Television

The ATMA Study should do exceptionally well in the cable television market. In addition to popular movie channels, (such as **HBO**, **Showtime**, and **Cinemax**), and commercial cable channels, (such as **USA**, **TNT**, and **Lifetime**), there are now pay-per-view channels airing studio and independent feature films.

Furthermore, three new cable stations, **The Independent Film Channel**, **Bravo!**, and **The Sundance Channel** have recently emerged, dedicated to showing only independently produced films. These films are not even required to have a domestic distributor.

III. Foreign Marketplace

America is the world's leader in pop-culture, evident in the fact that entertainment products are America's second-largest export.

Typically, the foreign rights for an average American film are equivalent to forty-five to sixty percent, (45-60%), of the average film's overall revenue. This figure is projected to steadily increase, as the rest of the world catches on to the technological revolution.

Currently in America, there is one theater per 10,000 citizens. Europe is further behind with one theater per 21,500 citizens, and Japan has only one theater per 62,500 citizens. However, things are starting to change overseas in both Europe and the Far East, where companies such as **United Artists**, **Cinemark**, **AMC**, **Hoyts**, **USA**, and **Lakeshore**, are making substantial investments.

Additionally, many countries such as Australia, India and Brazil, have just recently introduced cable television. Like the United States, it is expected to expand quickly, creating more revenue for independent features.

IV. Internet

Computer technology is still in its infancy, yet it is acknowledged as another money generating opportunity for the marketing of filmed entertainment. People can now watch movies on their computers, whether on discs, (CD-ROM and DVD), or on-line. As computer technology continues to evolve, so will the numerous ways to exhibit movies and generate revenue.

V. Other

Other worldwide markets such as hotel chains, airlines, cruise ships, universities, libraries, and military movie theaters, can significantly add to the revenues and profits. These markets could conceivably extend the shelf life and potential of films like *The ATMA Study*, for as many as five to ten years, or possibly longer.

TARGET AUDIENCES

The ATMA Study is geared towards the general global audience. There are three primary target audiences for this film.

A. THE AMERICAN INDEPENDENT AND SPECIALIZED AUDIENCE

B. THE FOREIGN FILM AUDIENCE

C. THE GENERAL PUBLIC

A. THE AMERICAN INDEPENDENT AND SPECIALIZED AUDIENCE

The primary audience for the film is the independent and specialized filmgoer. The independent filmgoer is the most active movie-going consumer, averaging twelve movies a year. This audience tends to be attracted to movies about meaningful stories, told in ways that are authentic. Most successful independent films usually contain compelling characters and content. *The ATMA Study* is precisely this type of film.

B. THE FOREIGN FILM AUDIENCE

Foreign filmgoers are attracted to stories that are not the typical, big-budget, Hollywood fare. They are curious about different cultures, enjoy the mystique of foreign locales, and want to see meaningful and emotional stories that speak intelligently about important issues. The foreign movie filmgoer is an easily targeted audience. They tend to live in identifiable urban and suburban areas, and can be reached both efficiently and economically through newspapers, film reviews, film magazines, film festivals, and trailers played at independent film theaters.

C. GENERAL PUBLIC

The ATMA Study, as an entertaining film with strong human interest content, has a broad appeal. A strong word-of-mouth from the core independent and specialized audience generates interest for a larger film-going audience. This "slow release strategy" is commonly deployed for independent films because it is more efficient and cost effective. A recent example of this is *My Big Fat Greek Wedding*. It started in a few specialty theaters in NY and LA and then slowly spread to the entire nation to earn more than \$240 million. As the film gradually grew in popularity, more free publicity was also generated. Although it's a different genre, *The ATMA Study* is similar in being an independent film that has broad mass appeal because of its good story and compelling subject matter. Because this groundbreaking film is an immensely entertaining and fascinating exploration of central questions like these that every person on the planet has, it will appeal to people across the globe. This entertaining film is part of the feature documentary genre that has increasingly produced immense revenue. Theater owners want to fill seats and sell over priced concessions. When a film proves itself in a limited market, it will be expanded to the general public in major theater chains.

PRINT/MEDIA CAMPAIGN

Through creative promotional advertising, the Print/Media campaign will be cutting-edge. The Production Team will retain a film advertising company help with the public relations and marketing publicity. The following avenues will be part of the network used for launching *The ATMA Study* advertising media and marketing campaign.

Television

Lifetime Channel	HBO	Showtime
TMC	A&E	Entertainment Tonight
Bravo!	E!	Independent Film Channel
Sundance Channel	Oprah	Oxygen

Industry Print-Magazines

Hollywood Reporter	Variety	Back Stage West
Entertainment Weekly	Screen	People

Women's Magazines

New Woman	Mode	Cosmopolitan	Glamour
Mademoiselle	Self	Vogue	Mirabella
Elle	Vanity Fair	O	

Print- Newspapers/Newsletters

Sunday Newspaper Supplements	IFP (Independent Filmmakers West)
WIF (Women In Film)	FMA (Filmmakers Alliance)
LA Weekly	New Times
LA Times	USA Today

Company Sponsored Promotional Product Placement & Advertising Tie-In Opportunities

Products

Clothing/Shoes
Computers
Electronics
Research websites and
Genealogy companies
Music
Automobiles/Picture Cars
Thomas Guide Maps
Airlines/Travel & Tourism

PRIVATE OFFERING OVERVIEW

The ATMA Study PRODUCTIONS proposes and intends to secure production financing, from private investor(s) or a private investors group. By securing financing through private investor(s), we are able to control the quality and integrity of our film, thereby avoiding any frivolous costs or wasteful expenditures, often related to studio feature film productions. By keeping costs and expenditures under tight control, The ATMA Study PRODUCTIONS, is able to offer its investors a potentially lucrative investment opportunity in the film, *The ATMA Study*.

The Production Team intends to raise \$10 million to produce the film. Investors' money will be placed in a third-party escrow account, until the minimum budget has been raised. Because of the timing of cash requirements to secure name talent and economically advantageous vendor packages, substantial amounts of initial capital will be deposited in an interest-bearing account that is to be drawn upon as needed and supervised by a Production Auditor and a Certified Public Accountant. The span of the film production is at least one year. Beginning with pre-production through principal photography, post-production and ending with a distribution release. The research project will be conducted and filmed first. Simultaneously we will set up interviews with celebrities/public figures along with religious leaders from different traditions and scientific authorities around the world. Work on the film can and should proceed as soon as the project is fully funded no matter what time of the year as there is much preparation work required.

The ATMA Study PRODUCTIONS will offer via a Private Offering Memorandum, (POM), of 1,000 Units at \$10,000 USD per Unit. In addition to receiving a percentage of all net profits, investors who invest \$2 million or more will receive a 'Producer' credit in the film's end credits. An opportunity also exists for an investor to receive sole 'Executive Producer' title credit at the beginning and end credits with an investment of 100% or more of the needed capital.

The optimum opportunity for profitable filmmaking is in having a quality film that is independently financed and has worldwide commercial appeal. To produce a successful film on an independent basis, The ATMA Study PRODUCTIONS, will be conservative and careful in spending your money, yet creative and innovative in our filmmaking and storytelling. *The ATMA Study's* high quality, entertaining story and the vast film industry experience of its Team, offers the strong opportunity to be a successful and profitable investment.

Independent films often are very profitable, unlike studio films smothered in overhead costs. Recent examples of extreme overhead and creative accounting are award winning films such as *Forest Gump*, (over \$300 million theatrically), and *The English Patient*, (over \$230 million theatrically). The studios falsely claimed these films lost money. They thus avoided paying taxes and percentages to investors, actors and other key players. This type of well-known deception is driving the huge upfront cost of films and especially actors' salaries. Now one is foolish enough to believe the studio will share profits, so they demand as much money upfront or gross profit points as they can negotiate.

MARKET PROJECTIONS

The following projections all assume that *The ATMA Study* is released theatrically, yet they are conservative as to the overall advances for *The ATMA Study* in markets, domestic and foreign, as well as the theatrical and ancillary revenues.

Conservative projections, which used the similar independent film *Bowling for Columbine* as a model, indicate more than \$51.21 million in net profits. With our generous offer to you the investor, a moderate success would yield 213% ROI. The investment of \$10 million dollars would yield \$31.355 million dollars in about 6 years. The Production Team expects *The ATMA Study* to reach the success of *Bowling for Columbine*, but it has the potential of a hit like *My Big Fat Greek Wedding* (with over \$356 million to date in worldwide Box Office alone) – and more than 1,500 % ROI and a yield of over \$160 million for you.

(* Please refer to Calculations on the next page for the following projections *)

<u>INITIAL INVESTMENT</u>	<u>\$10 million</u>
Return of Initial Investment	\$10 million
15% Incentive	\$1.5 million
Profit Split (50/50)	<u>\$19.855 million</u>
Total for Investors	\$31.355 million
Return On Investment	213%

PROJECTED CASH FLOW

Year 1 - Production of Film	- \$10 million
Year 2 - Sale of Film	+ \$10 million
Year 3-6 - Distribution	+ \$1.5 million (incentive)
Foreign & Domestic	+ \$19.855 million
Total Profit for Investors:	+ \$31.355 million
Return On Investment	213%

* While it is possible to get continued profits, most will accrue within 6 years. A smaller amount of ancillary revenues may take longer to accrue, and will still be covered by the investor's agreement. The Production Team will seek an advance from the distributor as part of any deal to cover investments, allowing for recouping the investment, (and perhaps profit), earlier than indicated.

Film production will take at least a year from pre-production through postproduction, ending with the creation of a master print. The actual release date depends on finalization of distribution arrangements, which may occur either before or after the film has been completed, and is an unknown variable at this time.

Calculations For Profit Projections

(* Please refer to Table on the next page for the following calculations *)

Box-Office figures reflect gross dollars of ticket sales, before the exhibitor splits the total with the distributor. Domestic rentals reflect the distributor's share of the Box-Office split with the exhibitor. Domestic Ancillary includes home video/DVD, cable, network TV, and television syndication. Foreign Revenue includes all moneys returned to distributors, from all venues outside the US and Canada.

With \$102.431 million in Distributors Gross Profits for worldwide total revenues, typically 50% goes to the distribution company and 50% goes to **The ATMA Study PRODUCTIONS**. All funds flow from each revenue source to the distributors, who will deduct their prints and advertising, (P&A), expense and generally pay back the negative pickup cost before distribution. Then they split revenues with the Production Company.

\$102.431 million X 50% = \$51.21 million company net profits

You the investors get back your original investment of \$10 million plus the 15% incentive.

15% of \$10 million = \$1.5 million (investor incentive)

\$ 51.21 million - \$10 million (budget) - \$1.5 million = \$39.71 million

Those remaining profits are split 50/50.

\$39.71 million X 50% = \$19.855 million

\$19.855 million + \$10 million + \$1.5 million = \$31.355 million

So you the investors get a total of \$31.355 million from a \$10 million investment. For the conservative projection, this yields a **213% ROI**. But the film has the potential to become a hit and produce more than a **1,000 % ROI**.

$$\frac{(\text{total benefit} - \text{total costs})}{\text{total costs}} = \text{_____} \times 100 = \text{ROI}$$

$$\frac{\$31.355 \text{ million} - \$10 \text{ million}}{\$10 \text{ million}} = \text{_____} \times 100 = 213\% \text{ ROI}$$

Bowling for Columbine (2002 documentary) - Budget: \$4,000,000

Domestic BO - \$21,289,000
Intl BO - \$36,700,000

US Video Rentals - \$48,300,000 From imdpro.com
Domestic Broadcast \$2,555,000
DVD sales revenue \$100 million Variety reported this figure for DVD sales revenue.
(source: www.lesmovieinfo.net)

Total: \$ 208,844,000

\$ 208.844 M total projected Gross income: \$ 104.422M Distros cut - \$1M (marketing) - \$.991M
(distro cost) = \$102.431 million distributor profit

\$51.21 M producers net profit

\$51.21 M - \$10 M original budget + \$1.5M (15% interest for investors) = \$ 39.71 M

Those remaining profits are split 50/50.
\$ 39.71 million X 50% = \$ 19.855 million

\$10 million + \$1.5 million + \$ 19.855 million = \$31.355 million in total return to investors

$$\frac{(\text{total benefit} - \text{total costs})}{\text{total costs}} \times 100 = \text{ROI}$$

$$\frac{\$31.355 - \$10 \text{ million}}{\$10 \text{ million}} \times 100 = 213 \% \text{ ROI}$$

An Inconvenient Truth (2006 documentary) - Budget: \$367,000

Domestic BO - \$23,808,000
Intl BO - \$17,800,000 from imdbpro.com

US Video Rentals - \$7,270,000 (as of 07 January 2007) From imdpro.com
\$28,816,000 - projected still in release
Domestic Broadcast \$2,858,000 - projected still in release
DVD sales revenue \$? no projections - too early

Total: \$ 73,282,000

\$ 73.282 M total projected Gross income: \$ 36.641M Distros cut - \$7M (marketing) - \$1.955M
(distro cost) = \$27.686 million distributor profit

\$13.843 M producers net profit (* not including DVD sales *)

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March of the Penguins (2005 documentary) - Budget: \$8,000,000

Domestic BO - \$77,413,017
Intl BO - \$32,160,000

US Video Rentals - \$29,880,000 (as of 05 February 2006 - from imdbpro.com)
\$93,670,000 - projected from www.leesmovieinfo.net

Domestic Broadcast \$9,290,000 - projected from www.leesmovieinfo.net
DVD sales revenue \$? no figures or projections available- still in release

Total: \$ 212,533,000

\$212.533 M total projected Gross income: \$106.2665M Distros cut - \$20M (marketing) -
\$7.093M (distro cost) = \$79.1735 million distributor profit (* not including DVD sales *)

What the #\$! Do We Know!? (2004 documentary) - Budget: \$5,000,000

Domestic BO - \$10,941,801
Intl BO - \$12,254,817 - projected from www.leesmovieinfo.net

US Video Rentals - \$13,240,000 - projected from www.leesmovieinfo.net

Domestic Broadcast \$1,313,000 - projected from www.leesmovieinfo.net
DVD sales revenue \$? no projections - still in release, too early

Total: \$ 37,749,618

\$37.74 M total projected Gross income: \$18.87 Distros cut - \$1M (marketing) - \$.525M (distro cost) = \$17.345 million distributor profit (* not including DVD sales *)

Fahrenheit 9/11 (2004 documentary) - Budget: \$6,000,000

Domestic BO - \$119,078,000
Intl BO - \$101,622,000

US Video Rentals - \$28,700,000 (as of 05 December 2004 - from imdbpro.com)
\$144,084,000 - projected from www.leesmovieinfo.net

Domestic Broadcast \$14,289,000 - projected from www.leesmovieinfo.net
DVD sales revenue \$? no figures or projections available- still in release,
but 2 million units sold on day 1 www.leesmovieinfo.net

Total: \$ 379,073,000

\$379.073 M total projected Gross income: \$189.5365M Distros cut - \$15M (marketing) -
\$7.768M (distro cost) = \$166.7685 million distributor profit (* not including DVD sales *)

Super Size Me (2004 documentary) - Budget: \$300,000

Domestic BO - \$11,529,000
Intl BO - \$18,000,000

US Video Rentals - \$17,100,000 (as of 26 December 2004 - from imdbpro.com)

Domestic Broadcast \$1,383,000 - projected from www.leesmovieinfo.net
DVD sales revenue \$? no figures or projections available- still in release

Total: \$ 48,012,000

\$48.012 M total projected Gross income: \$24.006 Distros cut - \$1M (marketing) - \$.751M (distro cost) = \$22.255 million distributor profit (* not including DVD sales *)

INVESTORS' RETURN

A. Investors' Position

Traditionally, investors are the last group to receive any net profits. More often, net profits are initially split between production costs, as well as cast and crew deferrals. However, the Production Team recognizes the importance of the investors in assisting in the success of this project. The investors participate directly in the net revenues at a rate of 100%, (90%-10%), until fully recouping their investment. Therefore, all income and profits realized by the film, less costs such as exhibition and distribution, as well print and advertising costs will be allocated as follows:

- Stage One. One hundred percent (100%) of the first \$10 million US dollars of a sale or net profits, whichever occurs first, from *The ATMA Study*, will go to pay investors. The breakdown will be 90% for Investors - 10% for **The ATMA Study PRODUCTIONS**, for marketing and operations costs, until the investors fully recoup their investment.
- Stage Two. Next all net profits will be allocated to investors' earnings to provide 15% interest. This second stage will insure that all investors receive an immediate 15% return on their investment, for a total of 115% recoupable income for each investor.
- Stage Three. All net profits thereafter will be equally allocated, (50% - 50%), between investors and **The ATMA Study PRODUCTIONS**.

B. Rate of Return

Below is a sample Rate of Return Timeline for *The ATMA Study*, based on the typical exploitation that a feature film experiences, once it has been completed and enters the market place. If *The ATMA Study* sells to one distributor for all rights, the rate of return can be eighteen months, or in this example, the middle of the year.

Projected Rates of Revenues

Revenue Streams	1st Year	2nd Year	3rd Year	4th Year	5th Year	6th Year
US Theatrical		xxx				
US Cable & Pay TV		xxx	xxxx			
US Video			xxxxxx			
Foreign Theatrical			xxxxxxx			
Foreign Video				xxxxxxx	xxx	
US Network TV				xxxxxxx		
Foreign TV				xxxx	xxxx	
Syndicated TV					xxxx	xxxxx
Other Sources			xx	xxxxxxx	xxxxxxx	xxxxxx

PROFITABILITY POTENTIAL

" The history of the film industry clearly demonstrates that everyone starting out to make a picture, from the established entrepreneur with the multimillion-dollar studio spectacular to the first-time producer with a low-budget film, stands a chance of having a hit. A computer study that researched the success-to-failure ratio of producers and directors over a period of twenty-five years, examining some 300 pictures, both majors and independents, arrived at the 'absolutely inescapable conclusion that the ratio of success to failure is the same for any producer or director over a given span of time, regardless of reputation.' No combination of producer, writer, director, stars, or story concept will guarantee a success. Alternately, it is possible for an unknown producer with a no-name, low budget picture to produce a hit." (source: Independent Feature Film Production by Gregory Goodell)

"The top five revenue ratio return champs of 1997 were all made for less than \$6 million. None had stars or gross talent participants, and only one was a genre item with a built-in niche audience to target. Conversely, the pics that missed the mark and returned the smallest fraction of their financial risk had average budgets of \$35 million. ...

However, what's become the most important aspect in discussing profitability is the line that separates two distinct approaches to moviemaking.

On the one hand, there are significant monies to be made in producing or acquiring low budget, niche appeal films with the potential to cross over into the mainstream. 'The Full Monty' is the ultimate success story in that area. [now surpassed by 'Blair Witch Project']

The other extreme is the so-called mass appeal event pictures that embrace special effects movies, ... 'Titanic' should provide \$100 million in profit to the studio. But that amount roughly equals the returns of 'The Full Monty.'"

(source: VARIETY Feb 23-March 1, 1998 -- "Smaller pix enjoy happier returns than blockbusters" pgs: 1, 66, 72)

Until recent years, the major studios (Warner Brothers, Paramount, Disney, etc.) all maintained extensive production facilities. With significant overhead expenses, demand for - bigger, better, more effects, and the rise of unions, guilds, and especially the salaries of actors (Julia Roberts and Mel Gibson make over \$20 million per film), film budgets began to rise. As a consequence, smaller production entities, the independents, arose. Independent films have been steadily gaining market share in the 1990s. Today the worldwide market for independent films is estimated to be \$4.3 billion with \$2.7 billion of that grand total being worldwide box office gross. Typically, the studios don't even consider financing and producing a film for less than \$10 million. Their high overhead expenses and union contracts make it impossible for them. Instead, they buy and distribute completed independent films, because of the low risk and high profit potential. Therefore independent films must seek financing from private equity investors and anywhere else possible.

For this reason, studios concentrate on producing mega budget star driven extravaganzas with small margins. Independents are known for unique story driven films made with a low budget and often by the vision, determination and drive of writer-directors. These films typically have a niche audience but are more frequently breaking out to a mass audience and returning enormous profits -like "The Blair Witch Project", "Sling Blade," "The Full Monty", "Shine" and "My Big Fat Greek Wedding."

This increase in the popularity and profitability of independent films has driven every major studio to open its own "independent" division to buy, promote and distribute films from independent filmmakers. Specialty "art house" theaters have also been expanding in number and areas around the U.S. to accommodate the audience demand for Independent films.

A. Advance

When distributors purchase a film for distribution, they typically pay an advance for the right to sell the film in the marketplace. Depending on the film and its demand, an advance can range anywhere from a fraction to many times the negative cost of the film.

B. Overages

'Overages' is the movie term for net profit. 'Overages' are achieved after the 'Producer's Receipts' have been recouped by the film's distribution company.

Producer's Receipts are defined as any money spent by the distributor on behalf of the film -- the advance, costs of marketing, etc. For example, if a distributor pays a million dollar advance for the North American rights to a film, and spends another million on prints and advertising (P&A), the Producer's Receipts are two million dollars.

C. Performance Bonuses

It is sometimes difficult for a producer to control the amount of money a distributor spends on P&A. There is, however, a solution to this problem. By putting a cap on the Producer's Receipts, any additional moneys the distributor spends to release the film, will come out of the distributor's receipts.

Another solution is to implement a 'Performance Bonus.' This means that irrespective of how much the Producer's Receipts may be, the Producers or Investors will see overages based solely on bonuses of the film's performance at predetermined gross-revenue markets.

Assuming *The ATMA Study* sells due to optimum circumstances, the Production Team will negotiate for a Performance Bonus scenario.

D. Owning Negative/Copyright

By independently financing *The ATMA Study*, instead of studio financing, the Producer will retain ownership to the negative and copyrights. This enables the Producers/Investors to enjoy revenue for many years to come.

An average license term a distributor negotiates ranges from 7 to 25 years, while ancillary distributors have shorter licensing terms, ranging from 5 to 10 years. Renewing licenses is very lucrative and creates a very long revenue stream.

Additionally, by owning the negative, the Producers/Investors have the ability to enjoy income from ancillary sources that may be currently unknown. For example, the old Marx Brothers' films were thought to have no value. However, years later, after the rights had reverted back to the Marx Brother families, they were re-sold for re-release to television, and later home video/DVD, cable, etc. Sixty-five years later, these films actively generate money for the original financiers. Also, the films that Jim Carrey made before becoming a superstar have re-emerged, creating incredible new revenue for the producers of those films.

With *The ATMA Study*, not only will Producers have a strong cast of today, but also we hope to feature the stars of tomorrow. More importantly, Producers/Investors will continue to own the negative and copyrights, as the rights revert back to us over time.

The explosive growth of the paid cable and foreign television markets, (markets which fit into the independent distributor's strength), has made producing quality moderately budgeted feature films such a worthwhile venture. Foreign markets are seen to retain their market share over the coming years. The most crucial statistic is that in 1998, non-domestic theatrical revenues accounted for 85% of the total, and accounted for 90% in 1999. For this reason, there has been a proliferation of production companies springing up in Hollywood over the last few years, owned by larger entities. These companies specialize in the production of films under \$10 million, and are distributed profitably in non-domestic theatrical markets only, (foreign television, paid cable, and home-video/DVD). *The ATMA Study's* marketing plan is to secure a paid-television/home video/DVD release, as well as a domestic theatrical release.

In a worst-case scenario, one should consider the possibility that the picture would not receive any domestic theatrical release at all. At the 2001 American Film Market, 80% of the movies featured were for non-theatrical release. It is clear that worldwide television, home-video/DVD, and paid-cable markets and the emerging Internet market alone could be sufficient to recoup the production costs of a \$10,000,000 motion picture, and still make a profit. There are no P & A, (print and advertising), costs associated with this type of distribution, and the revenues are subject to minimal expenses and straight fees. **The ATMA Study PRODUCTIONS** will be seeking a Domestic Distribution deal that will include all ancillary markets.

Low-Budget, High Quality

We believe that we can create a film with a much higher value than our relatively low budget suggests. The true value of a film is not determined just by its budget. Rather, it is directly related to the quality of its execution, also known as production value. History shows that there is little correlation between cost and commercial value in filmmaking. Many big-budget flops earn only a fraction of their costs, while a film like *Halloween*, produced on a budget of \$300,000, generated approximately \$65 million in total revenues. The success of *My Big Fat Greek Wedding*, which had a budget of \$5 million and has made over \$240 million in US box alone, is a recent example of the potential of independent films. As for artistic value, many believe that independents have cornered the market, while big studios emphasize special effects and explosions.

INVESTMENT/PROFIT PAYMENT

The total contribution for you the investor is paid in full from any and all income received from the sale and distribution of *The ATMA Study* including but not limited to theaters, home video/DVD, pay-TV, and cable television and foreign sales.

When a distributor picks up a film the producer and distributor will enter into a payment agreement. Sometimes, the distributor will purchase the film, in order to pay-off the producer's negative costs and then enter into a revenue sharing agreement, usually split 50/50. If a distributor does not pick-up the negative costs initially, the producer negotiates with the distributor to pay-off the cost of printing and advertising for the film first, then the producers will payoff the investors.

Once all investments and negative costs are recouped, the revenue share agreement goes into effect. All gross revenue brought to the distributor by the film is split between the distributor and the producer. Investors begin to receive their share of the producer's new take, based on the points allocated prior to production. A company-paid accountant will be responsible for the accurate and timely distribution of all revenue.

Unfortunately, there are independent films and big budget studio films that do not generate profit. The success of any film cannot be guaranteed and investors shall note that there are no guarantees that a film will receive a profit or return on the investment. However, many independent film projects have succeeded in providing a return to the investor, due to the lower initial investment and greater possible earnings available in the home video/DVD market. Many movies that never make a cent on the big screen do incredibly well in the home video/DVD market.

Investors will receive screen credit as well as a videocassette or DVD copy of the finished film autographed by the director and the cast. Additionally, while we are in production, we will provide each investor with unlimited access to our website, which will have film and audio clips of the film streamed to the Internet, and will be accessible only to distributors and other VIPs by invitation.

As an investor in the feature film, *The ATMA Study*, no investor will be held liable for any accidents or lawsuits stemming from the production of the film. The production company will incur all liability. Investors should also be aware that if the film loses money or provides no return to the investors, in no way will the Production Team or **The ATMA Study PRODUCTIONS** be held accountable for any such losses.

RIGHTS AND LIMITATIONS

Any and all funds for the film's production are to be held in an escrow account. Such funds will not be released until the entire budget has been raised and the film begins production. If, due to unforeseen events, the film does not begin production within 100 days of the agreed designated date, **The ATMA Study PRODUCTIONS**, shall forfeit investor's funds, and immediately return to all parties, any and all moneys due.

Kyle Schmierer, as the chief executive of the company producing the film and as the writer/producer/director of the film *The ATMA Study*, shall retain all creative and artistic control of the motion picture and its subsidiary products, (i.e. soundtrack and merchandise), regardless of the size of the investment. With this full control also comes full and complete responsibility for the film and to you the investor.

* Please note: Although the research and film will then be used to promote and advance a major prime time one hour drama series for the major networks about reincarnation, this investment is limited to the documentary and book project. TV series have a very different business model and would require a different business plan and additional investments for each episode. I can offer investors in the current documentary and book project the first opportunity to invest in the TV series or other projects.

BENEFITS VERSUS RISKS

One of the major benefits of a motion picture investment is directly related to its greatest risk. First, the return for a successful motion picture investment can be quite disproportionate to the investment. A motion picture does not have a fixed production markup for each item sold and therefore, once its cost has been recouped, all income, after marketing expenses, is pure profit. It must be noted that the blockbuster picture is not commonplace, but an investor who chooses the right project will reap the reward of making back many times his investment and for quite some time, even without a blockbuster.

Secondly, the glamour of being associated with a film production certainly has many intangible rewards that are specific to each individual investor.

A third benefit is the modest fixed costs. Unlike other investments, the motion picture industry requires no significant investment in a factory, plant, or equipment. It is basically a service business. Personnel can be hired on a project basis and a film can be marketed through existing distribution channels.

A fourth and very important benefit is sequential marketing. A motion picture has the potential of generating significant revenues long after its initial release by way of reissues, remakes, sequels, and exploitation of new markets.

Lastly, and more importantly, is the rapid return on investment. The primary theatrical release of a film takes a small amount of time, (3 to 9 months); thereafter, if the film is successful, the return on capital can be accomplished quite quickly. All of these benefits are especially likely in a completed film acquisition, such as should be the case with *The ATMA Study*, where the initial investment is relatively low.

"The top five revenue ratio return champs of 1997 were all made for less than \$6 million. None had stars or gross talent participants, and only one was a genre item with a built-in niche audience to target. Conversely, the pics that missed the mark and returned the smallest fraction of their financial risk had average budgets of \$35 million. ... However, what's become the most important aspect in discussing profitability is the line that separates two distinct approaches to moviemaking. On the one hand, there are significant monies to be made in producing or acquiring low budget, niche appeal films with the potential to cross over into the mainstream. 'The Full Monty' is the ultimate success story in that area [now surpassed by 'Blair Witch Project' and 'My Big Fat Greek Wedding']
(source: VARIETY Feb 23-March 1, 1998 — "Smaller pix enjoy happier returns than blockbusters" pgs: 1, 66, 72)

RISKS

The business of producing and selling motion pictures is highly speculative, due to the production and distribution nature of the industry, along with the subjective nature of audience demand and thus is considered high-risk. No assurance can be given of the economic success of any motion picture. As with any investment in any industry, there can be no guarantee of a return on your investment with this film project. These risk factors should be carefully considered, before any investment is made in any venture.

The ultimate profitability of any motion picture is largely a function of the cost of its production and distribution, in relation to its ultimate revenue and audience appeal. This cannot readily be ascertained in advance and is a factor over which the Production Team has no control. Accordingly, there is a degree of risk that the production and marketing of a film will not yield profits to its investors, or to its Production Team. There is no guarantee that any investment in a film production will be regained, but due to the expanding ancillary markets and our ability to make a high quality film for a low cost the risks are drastically decreasing.

However, as is commonly known, high-risk investments can yield high returns. Indeed, it is possible that a film could produce very substantial returns for investors, unparalleled in other more conventional investments.

"The history of the film industry clearly demonstrates that everyone starting out to make a picture, from the established entrepreneur with the multimillion-dollar studio spectacular to the first-time producer with a low-budget film, stands a chance of having a hit. A computer study that researched the success-to-failure ratio of producers and directors over a period of twenty-five years, examining some 300 pictures, both majors and independents, arrived at the 'absolutely inescapable conclusion that the ratio of success to failure is the same for any producer or director over a given span of time, regardless of reputation.' No combination of producer, writer, director, stars, or story concept will guarantee a success. Alternately, it is possible for an unknown producer with a no-name, low budget picture to produce a hit."
(source: Independent Feature Film Production by Gregory Goodell)

BUDGET OVERVIEW

The ATMA Study is designed to make use of picturesque/photogenic locations around the world. All of these beautiful locations dramatically add to the scope, richness and audience appeal of the movie. The beauty of our independent film is that it does not take much to turn a profit.

Our objective is to produce a very high quality film for a budget of \$10 million in the documentary/reality genre. The budget that follows itemizes all the expenses so you the investor can know exactly where the money is going. This \$10 million figure includes the added cost of computer generated digital effects to increase the entertainment value of the film.

Money will be raised by private investments, corporate sponsorship, and/or film finance companies. Investors will be paid a percentage from net profits, based on the amount invested. By defraying the costs through profit participation for key cast and crew, corporate sponsorships, product placements, and negotiated discounts/contributions of services and equipment, along with many other strategies to do more with less money, *The ATMA Study* will have a production value significantly higher than its actual cost. This is good news for investors who stand to benefit from a larger profit margin. Because our costs are kept reasonable, it allows for a lower risk investment and a higher potential for profits, than is usually offered.

Being an independent production enables the Production Team to make a refined film at a fraction of the industry's standard cost without sacrificing the quality of the film. Working outside the Hollywood system provides economies not available to major studios bound by the entanglement of union agreements, costly and cumbersome work conditions, and massive overhead. The Production Team has the freedom to create new and improved methods that are more practical, efficient and effective. Below-the-line crews of *The ATMA Study* will be non-union, but will be paid fairly and treated well. Every person in the team will be encouraged to contribute ideas that will create a better film for less money. All will be rewarded for the success of the film. Profit participation, the quality and challenge of the movie, and the rewarding work environment of the project will attract top talent and seasoned professionals. Above-the-line talent will be members of the SCREEN ACTORS GUILD. The ATMA Study PRODUCTION Team believes that having quality actors is important to the movie and its marketability and SAG is very easy to work with and eager to help independent filmmakers.

Most importantly for the success of this project, the subject matter is very compelling, entertaining and meaningful. As the writer-producer-director my future depends on not only creating a great film but also working magic within a firm, tightly controlled budget and shooting schedule that will yield a very profitable film as well.

The ATMA Study

BUDGET

The ATMA Study

Writer/Producer/Director: Kyle Schmierer
U.P.M.: TBD

SAG, Non-Union
Principal Photography: 150 days

Location: Principal Photography: Arizona & worldwide

Prep: 16 wks - Shoot: 30 wks - Post: 24 wks

A USA Production

Acct#	Category Title	Page	Total
803-00	WRITING	1	\$50,000
805-00	PRODUCER & STAFF	1	\$190,000
807-00	DIRECTOR & STAFF	1	\$197,000
809-00	TALENT/RESEARCH SUBJECTS	1	\$1,000,000
Total Above-The-Line			\$1,437,000
811-00	PRODUCTION STAFF/TECHNICAL ADVISORS	2	\$494,000
813-00	CAMERA	4	\$343,800
814-00	ART DEPARTMENT	4	\$146,850
815-00	SET CONSTRUCTION	4	0
816-00	SPECIAL EFFECTS	5	\$64,000
817-00	SET OPERATIONS	5	\$167,440
819-00	ELECTRICAL	6	\$154,760
821-00	SET DRESSING	6	\$195,000
823-00	ACTION PROPS	7	\$82,280
825-00	PICT. VEHICLES & ANIMALS	7	0
827-00	SPECIAL PHOTOGRAPHY/DIGITAL EFX	7	\$1,600,000
829-00	EXTRA TALENT	7	\$10,000
831-00	WARDROBE	8	\$100,000
833-00	MAKEUP & HAIR	8	\$100,000
835-00	SOUND	8	\$77,800
837-00	LOCATION/TRAVEL	8	\$626,250
839-00	TRANSPORTATION	9	\$100,000
841-00	FILM & LAB	10	\$363,073
843-00	TESTS	10	\$10,000
847-00	SECOND UNIT	10	0
Total Production			\$4,635,253
851-00	EDITING & PROJECTION	11	\$171,500
853-00	MUSIC	12	\$140,000
855-00	SOUND (POST PRODUCTION)	12	\$124,500
857-00	FILM, TAPE, & LIBRARY	12	\$316,450
859-00	TITLES & OPTICALS	12	\$26,000
Total Post Production			\$778,450
861-00	INSURANCE	13	\$75,000

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Acct#	Category Title	Page	Total
862-00	PUBLICITY	13	\$200,000
865-00	GENERAL EXPENSES	13	\$474,250
	Total Other		\$749,250
	Contingency: 10.00%		\$1,000,000
	Marketing & Promotion (P & A) Film Festivals		\$1,400,000
	TOTAL ABOVE- THE-LINE		\$1,437,000
	TOTAL BELOW-THE-LINE		\$8,562,953
	TOTAL ABOVE & BELOW- THE-LINE		\$9,999,953
	GRAND TOTAL		\$10,000,000

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DISTRIBUTION OVERVIEW

With the merger of large independent distributors like Miramax, New-Line and October Films with the mega-media companies of Walt Disney, Time Warner Broadcasting, and USA Network respectively, *the field has been left wide-open for the smaller independent distributors to increase their own market-share.* These smaller companies are actively in search of and acquiring quality indie product.

Independent distributors have the knowledge and the patience to best handle small, mixed-genre films. These types of distributors will allow for a film to find its audience by slowly focusing their marketing and promotional activities to a handful of primary markets. This in no way means that the independent distributor will not want to release films with mass appeal. It's just that with smaller budgets and less recognizable stars, these distributors have the expertise that the big studio distributors lack in finding audiences for these films, as well as the patience to not give up on the film as easily as the studios tend to do. The independent distributor focuses on fewer films, therefore our film will receive more attention and care than it would at a studio. Once a distributor acquires a product, which in this case would be *The ATMA Study*, marketing of the film becomes their job. This job involves the representation of the film, the placement of advertising in the various forms of media, the selection of a sales approach for exhibitors and foreign buyers, and the promotional campaigns that add to a film's "hype."

The first step in distribution of a film is having copies made of it for theatrical exhibition. These prints of the film are duplications of our master-print, which is made from the original negative. A print usually runs between \$1,200 and \$1,500 depending on the length and cost of film stock. Although a low-budget film does not open as wide and have as many prints as a typical studio release, several hundred may be made throughout the film's release period.

A film's domestic territory is considered the United States and Canada combined. Domestic rights refer not only to **theatrical exhibition**, but **home video/DVD**, **cable**, **pay-per-view**, **network television**, and the **Internet**. If a producer makes a distribution deal with a distributor for one or more, but not all, of these many outlets before the film is made, this is called a **Pre-Sale**.

Although, a pre-sale can help the producer pay for the financing of their film, it often makes the deal with other potential distributors less attractive, because most distributors who acquire films from markets and festivals wish to represent the film in all domestic distribution outlets, not just whatever is left-over.

In terms of foreign sales, there are U.S. based distributors that specialize in foreign markets. These companies deal with networks of sub-distributors in various countries. There are distinct differences between a distributor and a foreign sales agent in dealing with these countries. If a company is granted the rights to a film for distribution in a foreign market, that company becomes the **foreign distributor**. And if the producer retains these rights, and grants someone only a percentage of the box-office in exchange for obtaining distribution contracts for these territories, then that person is called a **sales agent**.

There is no "typical" distribution deal, but one thing is for certain, we will take as much as we can get, and give away as little as possible. How much gross a distribution company will want to retain depends on its participation in the negative costs of the film. The greater the Distribution Company spends up front, the greater the percentage of incoming revenues it will seek.

The ATMA Study PRODUCTIONS will seek a distribution deal, where we receive at least 50% or more of the net revenues from our film, in all domestic distribution outlets, to split with our investors. We also plan to grant the foreign distribution rights of the film directly to groups who specialize in these foreign markets. This is intended to avoid accounting troubles concerning actual foreign box -office receipts. Privately financing our film and waiting till after our successful domestic release will provide you the investor the best deal and highest profits.

RELEASE STRATEGIES

The usual **release strategy for independent films** involves staggering the release by placing it in a few theaters at a time, and slowly circulating the film throughout the country in a selected pattern as popularity and word-of-mouth grow. This generally has two advantages to the low-budget film: it allows specialty independent films to receive special handling, and it allows the film to move at a pace that comfortably fits the size of the advertising budget. All independent release strategies titled as saturation, platform, rollout, and sequencing, are all variations on this theme.

A particular film may work best in some markets over others because, a) the characteristics of the market's population b) because the film was shot in the market or c) because of a high amount of frequent moviegoers in that market. With good reviews, a film will then begin to move about the country; sometimes only in the outlying states or into high-revenue markets first. With whatever method, the film continues to open in more and more theaters, as long as it attracts audiences.

INDEPENDENT DISTRIBUTION OVERVIEW

INDEPENDENT DISTRIBUTORS

Independent film distributors are responsible for over 50% of the films released yearly, and account for nearly 20% of the total box-office market-share. (*The Hollywood Reporter* October, 1999) Although they primarily serve as the middlemen between the filmmakers and the theater chains, their system of operation is much more complex than that. They are also responsible for marketing, publicizing, and advertising the film.

Large independent distributors like Sony Classics, New-Line, and USA Films, have merged with mega-media companies like Sony, AOL Time Warner, and USA Network respectively. This has left the field wide-open for similar independent distributors, who are actively in search of acquiring quality independent films like *The ATMA Study*, to increase their market shares.

Independent distributors have the knowledge to best handle small, mixed-genre films. They have the expertise in finding audiences for these films, by focusing their marketing and promotional activities, to a handful of primary markets. The independent distributor focuses on fewer films, therefore, *The ATMA Study* will receive more attention and care than it would at a studio. Once a distributor acquires a product, marketing of the film becomes their job. This involves the representation of the film, the placement of advertising in the various forms of media, the selection of a sales approach for exhibitors and foreign buyers, and the promotional campaigns that add to a film's hype.

The Production Team is confident that *The ATMA Study* will sell in a competitive bidding scenario amid optimum circumstances, giving us an advantage to make an overall lucrative deal with a distributor, or by selling-off the rights to the film, territory by territory.

INDEPENDENT FILM INDUSTRY

The Independent Film Industry has grown because the films they offer initially appeal to a small segment of the population, and then grow to become crossover mainstream films. Domestic distributors realize the profit potential that these films can generate, and actively seek out independent films that will have mass appeal. For example *Clerks*, (1994), was produced for less than \$27,000 and grossed over \$1 million, *Celebration*, (1998), was produced for \$135,000 and grossed over \$12 million, and *The Blair Witch Project*, (1999), was produced for \$350,000 and grossed over \$150 million. *The ATMA Study* holds considerable promise to have similar mass appeal like these past successful independent films. Feature documentaries have become a growing trend in the independent film market. (i.e. *Fahrenheit 9/11*, *March of the Penguins*, *What the #\$*! Do We Know!?*) The Production Team believes domestic distributors will be enticed by the film's profit potential.

DOMESTIC DISTRIBUTION STRATEGIES

THE NORTH AMERICAN DISTRIBUTORS

Over the past decade, the independent film movement has exploded, establishing a solid presence in the box-office market-share, and at the Academy Awards. This success has led to a huge cash infusion, courtesy of the Hollywood Studio System, most of who have bought or created their own independent film divisions. As a result, independent distributors now have much deeper pockets, and are often paying, millions of dollars for the rights to a newly made film. Additionally, nearly all of these distributors have foreign sales divisions.

The Production Team will recruit the distribution arms of the major studios, as well as other independent distributors for the Film's domestic theatrical distribution. The Production Team will pursue the following domestic distribution companies:

Artisan
USA Films
Gramercy Pictures

Universal Pictures
Focus Features

Sony
Sony Pictures Classics

Paramount
Paramount Classics
Lakeshore Entertainment

20th Century Fox
Fox Searchlight
Good Machine

Disney
MIRAMAX

Willow Creek

HBO

Stratosphere

Trimark Films

MGM

First Look Features

AOL/Time/Warner
New Line Cinema
Fine Line Pictures
Castle Rock Entertainment

Warner Brothers

Showtime

SECURING A DISTRIBUTOR

During principal photography as well as post-production, the Production Team will pursue domestic distributors and/or sales agents who will be responsible for getting our film into theaters, video stores, television, and all other ancillary markets. These distributors are often best found through screenings at film markets and festivals. Independent film festivals have become the true marketplaces for independently produced films. The Production Team will showcase *The ATMA Study* at several festivals, film markets, and private screenings. A good showing at a festival can raise the prestige and price of a film and create a bidding war to purchase the rights for the film.

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BACKUP RELEASE STRATEGY

In the unlikely event that the film does not immediately attach a distributor the Production Team can initiate an initial theatrical run in specialty art-house theaters. The reason for this is that the specialty art-house film market has been growing since the early 90's. All across the country there are independently owned and operated theaters that maintain their own loyal moviegoers and mailing lists, to support films that are outside of the mainstream theater chains. These theaters are no longer thought of as only homes to the offbeat and non-commercial films. Now they are a viable market for quality low-budget feature films like *The ATMA Study*.

PRE-SALES

Another distribution possibility for the film is through pre-sales. A film's domestic territory is considered the United States as well as Canada. Domestic rights refer not only to theatrical exhibition, but also to Home Video/DVD, Cable, Pay-Per-View Television, as well as the Internet. If a producer negotiates a sale/deal with a distributor for one or more, but not all of these markets before a film is made, this is known as/referred to as a **pre-sale**. Although a pre-sale can help a producer finance a film's budget, it often makes the deal with other potential distributors less attractive. Most distributors prefer to represent a film for all domestic distribution outlets, not just some of them.

With investors as a priority, the Production Team will act on what they agree to be the best domestic and foreign distribution option we can negotiate.

THE BOX OFFICE

Feature Genre Comparisons – Gross Ticket Sales for Domestic Box Office Only

RELEASE DATE	DISTRIBUTOR	TITLE	BUDGET*	WEEKEND OPENING	GROSS RECEIPTS
4-18-97	WARNER BROS.	MURDER AT 1600	\$18M	\$7.962M	\$25.82M
10-11-97	NEW LINE	THE LONG KISS GOODNIGHT	\$65M	\$9.7M	\$73.3M
10-06-96	PARAMOUNT	GHOST AND THE DARKENSS	\$55M	\$9.215M	\$58.5M
4-23-96	PARAMOUNT	PRIMAL FEAR	\$30M	\$9.9M	\$56M
10-27-95	WARNER BROS.	COPY CAT	\$20M	\$5.2M	\$32.1M
8-16-95	GRAMMERCY	THE USUAL SUSPECTS	\$6.1M	NA	\$23M
10-30-94	UNIVERSAL	THE RIVER WILD	\$45M	\$10.2M	\$47M
3-20-92	TRI-STAR	BASIC INSTINCT	\$49M	\$15.1M	\$118M
1-08-91	SONY	THELMA & LOUISE	\$16.5M	NA	\$45M
4-15-91	MGM	NIKITA	\$50,000.00	NA	\$5.1M
2-08-91	FOX	SLEEPING WITH THE ENEMY	NA	\$13.8M	\$102M
2-15-91	ORION	SILENCE OF THE LAMBS	\$22M	NA	\$131M
6-11-01	PARAMOUNT	TOMB RAIDER	\$80M	\$47.74M	\$129.51M
7-21-00	DREAMWORKS	WHAT LIES BENEATH	\$100M	\$29.7M	\$155M
5-05-00	COLUMBIA	I DREAMED OF AFRICA	\$34M	\$24.1M	\$36.54M
12-15-99	TC FOX	ANNA AND THE KING	\$75M	NA	\$59.025M
11-02-99	COLUMBIA & UNIVERSAL	THE BONE COLLECTOR	\$48M	\$16.712M	\$66.483M
9-24-99	PARAMOUNT	KISS THE GIRLS	\$27M	\$13.22M	\$60.491M
12-19-97	PARAMOUNT	TITANIC	\$200M	\$28.64M	\$700.780M
9-19-97	WARNER BROS.	L.A. CONFIDENTIAL	\$35M	\$5.21M	\$64.604M
8-22-97	BUENA VISTA	G.I. JANE	\$50M	\$11.094M	\$58.154M

* Numbers in Millions

** Gross Receipts as of 4/3/00

NA- Not Available

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THE BOX OFFICE (Low-Budget Comparisons)

The following is a list of films, with their domestic Box -Office income totals, that fall into the 'low-budget' category, (between \$60,000 and \$5 Million).

(Gross Ticket Sales -- Domestic Box-Office and Home- Video/DVD Sales)

<u>Film Title</u>	<u>Budget</u>	<u>Gross Receipts</u>
Girl Fight	\$ 0.9m	\$ 9.5m as of 6/2001
You Can Count on Me	\$ 1.5m	\$9.2m
Tumbleweeds	\$ 0.95m	\$ 3.5m
Saving Grace	\$ 2.5m	\$ 15m
The Blair Witch Project	\$ 0.35m	\$ 137.6m
Central Station	\$ 0.29m	\$6.1m
Down in The Delta	\$ 3.5m	\$ 5.7m
The Full Monty	\$ 3.0m	\$45.9m
High Art	\$ 0.9m	\$ 9.5m
Lock Stock & Two Smoking Barrels	\$ 3.0m	\$ 3.7m
Mrs. Brown	\$ 2.5m	\$ 9.5m
Next Stop Wonderland	\$ 1.0m	\$ 3.4m
Trick	\$ 0.5m	\$ 1.9m
Waking Ned Divine	\$ 4.0m	\$ 24.7m
Sling Blade	\$ 1.2m	\$ 39m
Reservoir Dogs	\$ 1.1m	\$18.2m
Run Lola Run	\$ 3.5m	\$ 14.9m

m =millions

Sources: International Distribution Strategies, Paul Kagan Associates, Variety

FOREIGN DISTRIBUTION OVERVIEW

FOREIGN MARKET REVENUE

Producing quality, moderately budgeted feature films is a worthwhile venture, due to the explosive growth of independent film distribution in foreign markets. In 1998, non-domestic theatrical revenues accounted for 85% of an independent film's total revenue, and accounted for 90% in 1999. At the 1999 American Film Market, 80% of the movies featured were non-theatrical released films.

It is clear that worldwide Home Video/DVD and Cable Television alone are sufficient to recoup the production costs of an independently produced picture, and still make a profit. Any P&A, (Print and Advertising), costs associated with this type of distribution, fall on the shoulders of the Foreign Distributors, not the film's production company. Revenues are subject to minimal expenses and straight fees.

FOREIGN DISTRIBUTORS

There are U.S. based distributors that have a specialty in foreign markets, (Lions Gate, Lakeshore, Artisan, etc.). They conduct business in various countries with networks of sub-distributors, either foreign distributors or foreign sales agents. There are distinct differences between the two. If a producer grants the rights for a film to a distribution company in a foreign market, that distribution company becomes the foreign distributor. If the producer retains these rights, and grants someone only a percentage of the box-office in exchange for obtaining contracts for specific territories, then that person is referred to as a 'foreign sales agent.'

To consummate foreign sales, the Production Team may engage a 'foreign sales agent' to pre-sell the foreign markets for the film, (reference 'Foreign Sales' in Distribution section). In most cases, the agent would be paid a commission, (generally 15% to 25%), to sell the film's rights in various foreign territories, and would be entitled to recoup its distribution expenses from the receipts of the film. Foreign distribution, like domestic distribution, will consist of Theater, Home Video/DVD, Cable Television, as well as the Internet.

Reference: American Film Market Report Status (February 2000)

FOREIGN DISTRIBUTION STRATEGIES

FOREIGN SALES COMPANIES

Foreign sales companies are middlemen between production companies and foreign distributors. They are responsible for marketing and selling a film, territory by territory, to foreign distributors. They typically operate on a twenty to thirty percent, (20-30%), commission from the foreign entity, not from the US Distribution Company.

In the past, American studio films drove foreign markets with their force of celebrity and genre. However, with the popular upsurge of American independent films, these are no longer the sole forces that dictate the foreign market. The Production Team believes that *The ATMA Study* with its realistic, powerful storyline will undoubtedly make the film attractive in the foreign marketplace.

Many foreign sales companies and distributors have deals with foreign buyers that require them to buy 'packages' of films. If *The ATMA Study* is sold as part of a package, a foreign distributor will be obligated to buy it along with the whole package, thus assuring foreign distribution for the film.

The Production Team may use a foreign sales company rather than a North American distributor with an overseas sales force. In this scenario, it is possible to generate more money in terms of overall advances. However, the rate-of-return is much slower. The distributors listed below sell high-level American independent films, and would be candidates to sell *The ATMA Study* internationally:

Alliance Pictures International

Lakeshore International

BMG Entertainment

Lions Gate International

Capella

Ciby 2000

Lumiere International

MDP Worldwide

Cinequanon

Overseas Film Group

Good Machine International

Quandra

Initial Entertainment

Summit

Kushner- Locke International

Trans-Atlantic Entertainment

FOREIGN DISTRIBUTION (continued)

The Production Team may solicit and entertain offers of pre-sale in any and all territories, during all phases of production. The Producing Team intends to maximize revenues and may elect to hold all foreign rights, pending the domestic release of the film. Foreign distributors are often prepared to pay a larger premium for a film, after a domestic release that has already provided media exposure.

FOREIGN THEATRICAL DISTRIBUTION

The foreign marketplace is extremely strong and active in acquiring film products. Theatrical distribution is conducted in foreign territories through entities located in individual countries. These entities may be:

- a) A joint venture between the distributor and another motion picture company,
- b) An independent agent or sub-distributor,
- c) An office - which is wholly owned by the distributor

Such entities distribute products of other motion-picture producers, including the major studios. Film rental agreements with foreign theaters take a number of different forms, but when a film is distributed directly, they usually provide for payment by the exhibitor of a flat amount, or a certain percentage of Box-Office receipts. Certain countries limit the percentage of such receipts, which may be paid to the distributor. Foreign revenue is subject to fluctuations in currency exchange rates, and certain countries place restrictions upon the remittance of funds to other countries. Some risks affecting foreign revenue include the impositions of quotas and other restrictions upon the importation and exhibition of motion pictures and television programs produced in the United States and elsewhere.

The foreign theatrical market is continually growing; therefore there has been a substantial increase in Home Video/DVD and Television revenue, throughout the foreign market for all types of film.

FOREIGN SALES

The Going Rate

These estimated prices generally represent licensing agreements for all rights over a five-year period, with some exceptions - notably Germany and Italy, which have been asking for up to 12 years. William Shields, President of G.E.L. Productions/Distribution, Inc., and Chairman of the American Film Marketing Association, assisted with an analysis of the price survey.

TERRITORY	BUDGET OF FILM	
	\$1 million-\$3 million	\$3 million-\$6 million
Europe		
France	\$40,000 - \$150,000	\$150,000 - \$300,000
Germany/Austria	\$60,000 - \$250,000	\$250,000 - \$500,000
Greece	\$7,000 - \$15,000	\$15,000 - \$30,000
Italy	\$60,000 - \$130,000	\$130,000 - \$400,000
Netherlands	\$30,000 - \$60,000	\$60,000 - \$150,000
Portugal	\$15,000 - \$20,000	\$20,000 - \$40,000
Scandinavia	\$40,000 - \$150,000	\$150,000 - \$300,000
Spain	\$50,000 - \$150,000	\$150,000 - \$300,000
<u>United Kingdom</u>	<u>\$50,000 - \$150,000</u>	<u>\$150,000 - \$350,000</u>
TOTAL	\$352,000 - \$1,075,000	\$1,075,000 - \$2,370,000
Australia/Far East		
Australia/New Zealand	\$40,000 - \$80,000	\$80,000 - \$250,000
Japan	\$70,000 - \$250,000	\$250,000 - \$400,000
South Korea	\$20,000 - \$40,000	\$40,000 - \$100,000
Indonesia	\$7,000 - \$10,000	\$10,000 - \$15,000
Malaysia	\$5,000 - \$10,000	\$10,000 - \$20,000
Philippines	\$10,000 - \$20,000	\$20,000 - \$40,000
Singapore	\$10,000 - \$20,000	\$20,000 - \$40,000
Taiwan	\$25,000 - \$50,000	\$50,000 - \$75,000
<u>Hong Kong</u>	<u>\$10,000 - \$25,000</u>	<u>\$25,000 - \$40,000</u>
TOTAL	\$197,000 - \$505,000	\$505,000 - \$980,000
Latin America		
Argentina/Paraguay/Uruguay	\$10,000 - \$25,000	\$25,000 - \$50,000
Bolivia/Peru/Ecuador	\$10,000 - \$20,000	\$20,000 - \$50,000
Brazil	\$15,000 - \$40,000	\$40,000 - \$100,000
Chile	\$5,000 - \$25,000	\$25,000 - \$50,000
Colombia	\$5,000 - \$15,000	\$15,000 - \$50,000
Mexico	\$20,000 - \$40,000	\$40,000 - \$70,000
<u>Venezuela</u>	<u>\$5,000 - \$15,000</u>	<u>\$15,000 - \$30,000</u>
TOTAL	\$70,000 - \$180,000	\$180,000 - \$400,000

FOREIGN SALES

The Going Rate

Page 2

TERRITORY	BUDGET OF FILM	
	\$1 million-\$3 million	\$3 million-\$6 million
Eastern Europe		
Czech Republic/Slovakia	\$6,000 - \$12,000	\$12,000 - \$30,000
Former Yugoslavia	\$5,000 - \$10,000	\$10,000 - \$25,000
Hungary	\$10,000 - \$20,000	\$20,000 - \$40,000
Poland	\$10,000 - \$20,000	\$20,000 - \$35,000
<u>Russia</u>	<u>\$15,000 - \$40,000</u>	<u>\$40,000 - \$60,000</u>
TOTAL	\$46,000 - \$102,000	\$102,000 - \$190,000
Other		
China	\$10,000 - \$25,000	\$25,000 - \$35,000
India	\$4,000 - \$15,000	\$15,000 - \$30,000
Israel	\$5,000 - \$20,000	\$20,000 - \$35,000
Middle East	\$10,000 - \$15,000	\$15,000 - \$30,000
Pakistan	\$5,000 - \$15,000	\$15,000 - \$30,000
South Africa	\$10,000 - \$25,000	\$25,000 - \$75,000
<u>Turkey</u>	<u>\$8,000 - \$15,000</u>	<u>\$15,000 - \$25,000</u>
TOTAL	\$52,000 - \$130,000	\$130,000 - \$260,000
GRAND TOTAL	\$717,000 - \$1,992,000	\$192,000 - \$4,200,000

* Numbers reported in article from October 28 - November 3, 2000 issue of:
The Hollywood Reporter

GLOBAL PRICES FOR U.S. FILMS

Source: *Weekly Variety*

This chart was compiled from a random sample of key buyers and sellers in the international film business. Sellers will want to suggest higher numbers and buyers lower. (All moneys in U.S. dollars)

INTERNATIONAL TERRITORIES

BUDGET OF FILM:

\$1 to 4 million

\$4 to 8 million

EUROPE:

Belgium	8,000 - 16,000	12,000 - 20,000
Czechoslovakia	8,000 - 16,000	12,000 - 20,000
Denmark	12,500 - 17,500	15,000 - 25,000
Finland	8,000 - 16,000	12,000 - 20,000
France	50,00 - 75,000	65,000 - 100,000
Germany	100,000 - 250,000	100,00 - 400,000
Greece	10,000 - 25,000	25,000 - 50,000
Italy	50,000 - 125,000	75,000 - 200,000
Netherlands	25,000 - 50,000	45,000 - 100,000
Norway	25,000 - 50,000	50,000 - 100,000
Portugal	10,000 - 40,000	25,000 - 80,000
Russia	25,000 - 100,000	50,000 - 200,000
Spain	25,000 - 75,000	50,000 - 125,000
Sweden	40,000 - 80,000	60,000 - 100,000
Turkey	5,000 - 10,000	10,000 - 20,000
United kingdom	250,000 - 300,000	300,000 - 1,000,000
(Former) Yugoslavia	15,000 - 30,000	30,000 - 50,000

AUSTRALIA, ASIA, NEW ZEALAND and the FAR EAST:

Australia, New Zealand	50,000 - 75,000	75,000 - 150,000
Hong Kong	15,000 - 20,000	20,000 - 40,000
Japan	100,000 - 150,000	125,000 - 200,000
Malaysia	10,000 - 25,000	20,000 - 40,000
China	10,000 - 30,000	20,000 - 40,000
South Korea	15,000 - 50,000	25,000 - 150,000
Philippines	5,000 - 10,000	8,000 - 25,000
Singapore	5,000 - 10,000	8,000 - 30,000
Taiwan	8,000 - 20,000	12,000 - 50,000
Thailand	2,500 - 6,000	6,000 - 25,000

Foreign Acquisitions At MIFED Based On Genre

(Comparison of titles listed in *The Hollywood Reporter's* 2000 MIFED product listing vs. 1999's listings)

Genre	2000	1999	% Change
Action/ Adventure	156	195	-20%
Adult/Erotic	49	38	+29%
Animation	21	9	+133%
Children/ Teen/ Family	59	56	+5%
Comedy	185	134	+38%
Documentary	30	21	+43%
Drama	339	282	+20%
Horror/ Sci- Fi	48	64	-25%
Musical	5	5	0%
Romance	66	66	0%
Thriller	157	165	-5%

* All numbers based on October 28-November 3, 2000 issue of *The Hollywood Reporter*.

The ATMA Study falls into three categories, (**bold listings**), based on story, genre, and cast. Factoring in this principal, *The ATMA Study* crosses over into a wider demographic area.

Motion Picture Market Statistics Overview

According to *Motion Picture Investor*, domestic income to U.S. Film distributors will grow from \$30 billion in 1999 to \$43 billion by 2004, partially fueled by growing digital delivery systems.

People always say how hard the independent {film} business is, but unlike a lot of the new technology business, we all really have a business, one that actually can, and does, make money.

-- Paul Colichman, Regent Entertainment.

The U.S. Department of Commerce's *U.S. Industrial Outlook* recorded in 1989 the highest benchmark year to that point for movie theater receipts at \$5.03 billion. 1996 passed that mark by nearly half a billion dollars at the domestic box office, with \$5.9 billion and 1.3 billion tickets sold, according to *Standard & Poor*. According to the *Motion Picture Association of America*, 1997 saw \$6.4 billion at the box office. The U.S. box office has risen more than 17% over 1997 to another all-time high at \$7.5 billion in 1999. This high has been topped by recent returns.

Domestic Box Office Receipts for Recent Years:

1995 \$5.51 billion

1996 \$5.90 billion

1997 \$6.40 billion

1998 \$6.88 billion

1999 \$7.50 billion

2000 \$7.67 billion

2001 \$7.79 billion

According to *Baskerville Communications*: "global Box Office (alone) will grow 34% to \$24 billion by 2008."

1994 was the first year in the history of U.S. filmmaking that foreign receipts to American films surpassed domestic receipts (\$5.57 billion in foreign income). By 1997, foreign receipts remained on a relatively even keel, advancing \$300 million to \$5.85 billion on box office, while domestic theater ticket sales rose again, to reach \$6.88 billion. By 2000 foreign sales reached \$8.64 billion.

What took place in the United States in the 80s and early 90s is happening in Europe and Asia; with the explosion of multiplexes, they are carving real increases in admission numbers.

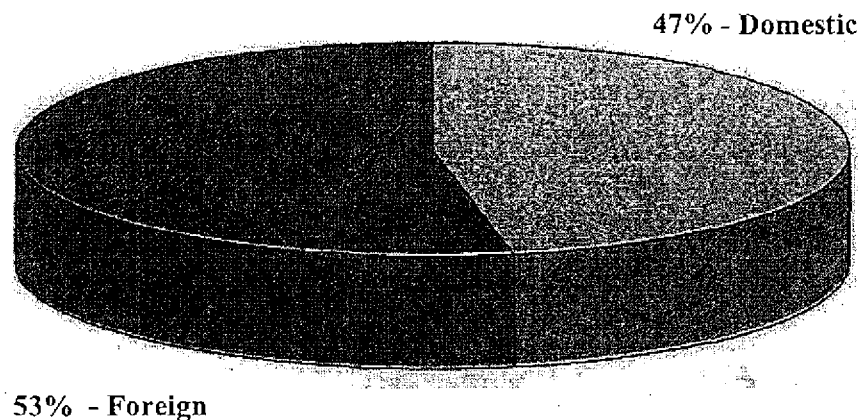
-- Mark Zoradi, President Buena Vista International

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Foreign/Domestic Split - Motion Picture Income to US Movies

Domestic/Foreign Box Office Income to US Motion Pictures



"Foreign theaters accounted for less than one third of Hollywood's movie revenue 20 years ago. Today, overseas cinemas make up about 53 percent of the industry's business, and that figure will continue to rise." -- Film Journal International

Box Office
Minus
Exhibitor's Share
Minus
P&A, Overheads, Advances/Loans
Gross Participations, Distribution Fees,
Plus
Ancillaries - Home Video, Pay TV, Network TV, Foreign, etc.
Minus
Distribution Fees
Results In
Producers' and Investors' Share

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Domestic Market Growth

The growth of income from filmed entertainment caused by the advent of video and cable TV technology has not been at the expense of theatrical revenues, but has explosively increased the income from movies, while box office income has also steadily grown.

Look at the history of major releases. One-fourth to one-third of their films were produced by indies. There is a reason for this. Research has shown that there's a higher ratio of success with indie-acquired product over house productions. -- Larry Sugar, motion picture financing and marketing consultant in Los Angeles, as quoted in Hollywood Reporter.

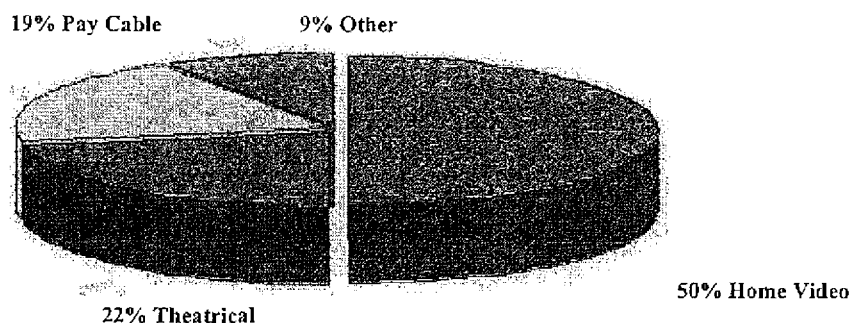
Number of Films Released By Key U.S. Major and Independent Distributors

DISTRIBUTOR	1998	1999	2000
<i>Artisan</i>	12	13	11
<i>Buena Vista</i>	22	21	22
<i>Dimension</i>	22	2	8
<i>Dreamworks SKG</i>	1	6	10
<i>Fine Line</i>	5	8	10
<i>Fox</i>	8	15	16
<i>Fox Searchlight</i>	13	8	5
<i>Lion's Gate</i>	6	12	15
<i>MGM</i>	16	11	10
<i>Miramax (w/Dimension)</i>	10	30	18
<i>New Line</i>	39	10	14
<i>Paramount</i>	13	25	19
<i>Sony</i>	13	25	21
<i>Sony Pictures Classics</i>	32	13	20
<i>Universal</i>	16	19	15
<i>USA Films (formerly Gramercy and October)</i>	21	17	18
<i>Warner Brothers</i>	25	21	22

MPAA and Independent Releases

According to the MPAA, in 2000, Motion Picture Association of America member companies released 197 new films. This is down from 218 in 1999. All other distributors released 281 films, up from 243. The list above is partial. These numbers don't accord with the sample lists of releases illustrated above, because there are many more independent distributors.

Domestic Markets For Movies - 1999



Ancillary Markets

As discussed in the introduction to this report, overall, motion pictures have grown in income through advances in other markets such as home video, pay TV/cable television, free television (ABC, CBS, NBC, etc.) and all foreign markets. These additional markets beyond theaters in the US and Canada are known as ancillary markets. New markets continue to emerge - such as DVD, and the potential of the Internet. Now there are firms such as Atom films buying up Internet rights to new and independent motion pictures, and they are holding online film festivals. Other technologies will, if history is any lesson, continue to increase the ways in which movie producers and distributors can access their markets and reach their full profit potential. Whatever new technologies develop, there will be great demand for content and entertainment. The entertainment industry will continue to thrive and people will watch movies.

In a recent report, the ancillary values for U.S.A. made films in the \$5 million box office range totaled \$4.8 million. For \$10 million box office films, the ancillaries were worth an estimated \$11.8 million. The table below will clearly illustrate the importance of ancillary markets to modern filmmakers.

<u>BOX OFFICE</u>	<u>\$5 MILLION</u>	<u>\$10 MILLION</u>	<u>\$25 MILLION</u>
Dom. Home Video	\$1.3	\$3.9	\$4.6
Dom. Pay TV	\$0.2	\$0.2	\$6.3
Dom. Pay-Per-View	\$0.1	\$0.1	\$0.3
Int'l Rentals	\$0.5	\$3.1	\$6.1
Int'l Video	\$0.8	\$2.3	\$2.8
Int'l Pay TV	\$0.2	\$0.3	\$3.1
Dom. Free TV	\$0.7	\$0.6	\$7.7
Int'l TV	\$0.4	\$0.6	\$4.0
Dom. TV-2nd cycle	\$0.2	\$0.3	\$3.2
Int'l TV-2nd cycle	\$0.4	\$0.4	\$2.1
<u>TOTALS (millions)</u>	<u>\$4.8</u>	<u>\$11.8</u>	<u>\$40.2</u>

Home Video

Domestically, according to *Variety*, home video entertainment returned triple what film studios earned from theatrical distribution in 1999 - about \$9.5 billion.

*The home video industry contributes more than half of all revenue generated by the Hollywood entertainment industry and will continue to do so for the foreseeable future, according to a 'white paper'.
Issued in July 1996 by the Video Software Dealers Association (VSDA)*

Video was born in the late seventies, and by the mid-eighties, the format had bloomed, climbing to the position of a primary market on it's own. Many industry professionals proclaimed the impending death of theatrical exhibition, but with nearly ten years of the best growth in box office and six record theatrical income years in a row (1994, 1995, 1996, 1997, 1998 and 1999), the magic of movies lives on strong.

According to CENTRIS, in November of 1999, there were 91.7 million American VCR households - more than 91% penetration. Americans rate renting videos as one of the best values for the dollar, and of those who rented videos within the past 30 days, there was an 8.4 satisfaction guarantee, on a scale of 1 (lowest) to 10 (highest).

Two types of pricing methods are used in videocassette marketing. For movies which the distributor deems will be "rental" tapes, (those which consumers would rather rent than buy), the pricing is higher (a "margin" driven strategy). Those films that the company deems as having more potential as a "sell-through" to consumers, are priced lower (a "volume" driven strategy). Rental titles sell at retail in the range of \$80 to \$109.95, while the sell-through titles are usually under \$20 each, such as "ET," "Batman," "Forest Gump," and many special-interest titles. If a videocassette is deemed to be a rental title, which is more often the case with modestly budgeted films, the retail price of \$80 to \$109.95 is discounted at wholesale by 35% to 40%. The producer is then paid a royalty on the wholesale income. The royalty rates were formulated in the 1970's along the lines of the book publishing industry. Video royalties, however, are usually in the range of 20% to 30% and are calculated on the wholesale price of the videocassette, with only a few deductions for distributor expenses.

Home Video Boom: \$20 Billion on VHS and DVD in 2000

Consumers spent more than ever on home video in 2000, with sales and rentals of VHS and DVD software hitting the \$20 billion mark for the first time. Video Rental revenues were at an all-time high of \$8.25 billion, according to *VSDA VidTrac*, and final sales tallies are expected to meet or surpass the projection by Tom Adams of *Adams Media Research* of a nearly 27% increase to \$11.67 billion. DVD software sales alone jumped nearly 269% to \$4.03 billion, according to Adams.

The preceding figures make clear the viability of movies as an important consumer choice for entertainment on a worldwide basis, with independently produced films as a significant source of new product. To further understand the markets, according to all sources of information, home video revenues are now double the revenues for the domestic theatrical distribution stream. With the addition of the pay/cable market, the motion picture business has nearly tripled its income in the last ten years.

Consumers spent more than ever on home video in 2000, with sales and rentals of VHS and DVD software hitting the \$20 billion mark for the first time - up 27%. -- Video Business Magazine

DVD as a Growth Factor in Home Video

DVD is quickly emerging as a high growth market component for the otherwise very large, but flat-growth home video business. It has grown faster than videocassettes and even digital satellite. Though the home video business is strong in terms of share of the overall motion picture market, it has shown a tendency toward more titles, and lower per-title sales. DVD is coming to the overall rescue of the home video business.

Rapid growth in the DVD market is mirrored in the rapid expansion of available titles. According to industry analysis, more titles will be released in 2001 than in 1997, 1998, and 1999 combined.

In 2000, over eight million DVD players were delivered, more than doubling 1999 sales. These sales boosted the number of installed DVD players to 12 million U.S. households - far exceeding predictions. Analysts predict that an additional 20 million DVD players will be installed in 2001, which would double the previous year's rate. Driving this exponential growth is increasingly lower retail costs: in the 2000 holiday season, DVD players were sold for as little as \$99, although average prices were much higher. Analysts believe that these low costs will be increasingly common, while average costs will continue to drop.

One statistic can show the dollar impact of DVD popularity: The Blair With Project shipped 1 million units of its film on DVD, and 6.2 million on home video, both astounding figures. Projections for the future estimate that by 2004, there will be 41.7 million DVD-Video households, accounting for an approximate 38% of all U.S. households, and by 2010, 80 million households. The importance of DVD will continue to grow for the entire first decade of this new millennium fueled by the accelerating adoption of new DVD players and the adoption of DVD-ROMS in desktop computers.

This recent DVD growth has been a huge advantage to Indie producers due to:

- Greater access through new methods of selling product, such as over the Internet
- Low consumer costs made possible by low production costs
- Retail commitment to maintaining wide title variety

Brain Brown, V.P. of sales for New York Video claims that the Internet has boosted DVD sales for his product: he states "it has always been very difficult to get access to these films. Because of the Internet, the niche audience...now has greater access to these movies."

Some have also hypothesized that due to the innovative and novel nature of DVD, those who can use it tend to be more adventuresome in their decision-making process. Regardless of the cause, demand for non-mainstream fare is high in the DVD market.

Revenue Sharing in Home Video

A new Distributor/Retailer deal is not in place, which is leading to changes in the home video market. Spearheaded by Blockbuster Video, and now Hollywood Video, this new deal is somewhat similar to earlier theatrical distribution, which has a long tradition of revenue sharing deal structures.

There have been revenue-sharing deals in place in the home video industry since the latter 80's, most notably Rentrak, with its Pay Per Transaction system, a little over one percent (at \$100 million a year) of the home video retail system. Now major video retailers (such as Blockbuster) are following the revenue-share model since cash flows don't allow them to stock the copy depth on important titles their customers are demanding.

With the upfront costs of the videos ranging from \$40 to \$70 dollars per copy under the old system, and with that cash cost reduced to the neighborhood of \$5 or so per tape under the revenue-sharing model, stores are freed to carry the copy depth they need to make sure they have the video in stock. Under the revenue-sharing agreement, Blockbuster remits to the distributor somewhere in the neighborhood of 40% of their revenues from the rental. It is too early to see exactly what effect this will have on producer income, and just how widespread this revenue sharing will become, but there are already protests from smaller independent video retailers who are not happy with what they see as preferential treatment of larger retailers by the distributors.

Pay Per View Impact on Home Video

According to Veronis, Shuler & Associates, "It doesn't appear that pay-per-view has had any material impact on home video rental, although PPV has a greater presence today than in the past..." A March, 1999 report analyzing the impact of all forms of pay per view on home video showed a continuing rise in home video income along with a continuing rise in PPV, with all forms of delivery leading "to a 38% spurt in consumer spending on all forms of electronic a la carte (on demand) movie delivery..."

Box Office champ Independence Day was a hoot, and we had flying cows in the special effects wonder Twister, but the ones that were worth seeing again, those that make good video evenings, were an independent lot.

-- Duane Byrge, Hollywood Reporter, 12/31/96

The advances paid for films by video distributors have been typically negotiated on the basis of factors such as talent, genre, print and ad budget, critical acclaim, and, if not pre-sold, the performance of the film at the box office.

Pay Per View

Domestic Pay Per View (PPV) Video On Demand (VOD) markets had been touted as "on the horizon" as far back as the beginning of the 1990's. But the proliferation of Digital Broadcasting (DBS) technology in 1998 and 1999 contributed to the ability of this market to begin reaching its potential. In 1996, the cable PPV income was \$491 million. The same market in 1999 was reported to be \$1.191 billion. *Hollywood After-Markets* projects that this market will be \$2.79 billion by 2004, experiencing an average of 33% growth per year.

A key feature of the Pay Per View market, however, is found in the margins of return. Compared to home video, the PPV margins are nearly double. Studios experience a 50-55% share of a la carte network income, whereas in home video, the margins are 25-35%. PPV appears to have engaged little or no cannibalization of the other markets.

Pay/Cable Television

Neilsen and the MPAA peg the number of 1999 U.S. cable households at 65.6 million, or approximately 66% of all U.S. TV households (100 million). According to *Hollywood Aftermarkets*, Pay TV spending for 1997 was \$6.34 billion, and by 1999, it had grown by more than \$1 billion to \$7.43 billion.

The pay/cable universe is broken down into three markets: "basic cable channels," those that are part of the subscriber's regular package of channels (CNN, ESPN, MTV, Arts & Entertainment, USA Network, Lifetime, etc.); the "premium channels", for which subscribers pay an extra fee each month, and pay per view, which includes Near Video On Demand (NVOD) and Video On Demand (VOD). The second tier includes HBO (the biggest pay channel), Showtime, Cinemax, and the Disney Channel. The premium channels are the largest consumers of motion pictures.

According to Standard & Poor, " Movies remain the principal fare on the pay networks. Today's theatrical releases typically become available on one or more of the pay networks about a year after they debut on the big screen."

In the Pay/Cable market, films are bought via a licensing fee. The fees paid are based on factors such as talent, genre, print and ad budget, critical acclaim, and the performance of the film at the box office, as well as the cable company's perception of the film's library value (bought for repeated future airings).

According to a recent *Daily Variety* report, discussing the relationship between box office and pay/cable rights for smaller independent films, the values were pegged at "between 25% and 35% of a film's box office gross. The article goes on to say "The major studios and bigger independents can command a license fee as high as 50% of film rentals. For example, with certain deals at Showtime, and not typical for these markets, a film which has gained up to \$5 million in rentals, will be given a license fee as much as 50% of the rental income. The license fees then are graduated downward as box office rentals go up, on this basis.

- 50% license fee against all rental income \$5 million and under
- 35% license fee against all rental income \$5 to \$10 million
- 20% license fee against all rental income between \$10 and \$20 million
- 10% license fee against all rental income above \$20 million

In a recent example of a basic cable deal, USA Network bought a package of seven feature films from Columbia Pictures for a total of \$20 million. The package included *I Still Know What You Did Last Summer* and *Urban Legend*. It is estimated that these two titles, both of which grossed in the \$36-38 million range accounted for \$5 million each of this deal. The other five films brought in a \$2 million per title average. In November 2000, USA Networks engineered a deal with Universal that clinched *Meet the Parents* for the Network. USA offered 16% of the film's domestic gross upping the normal rate of 15% due to high competition. The deal also included *Bring it On* for an estimated \$10.5 million, *Nurse Betty* for between \$4-4.5 million, *The Watcher* for about \$5million and *Beyond The Mat*. USA Networks soon upped the ante by co-bidding with NBC for 17 percent of domestic gross for *Traffic*.

In the mid-1990's, the cable television networks realized that to truly compete head to head with the free television giants, and to gain more control over their futures, they would have to not only license films and produce low-budget films to fill the programming interstices but also begin to fund and acquire films on a competitive scale with the studios. Many thought this business plan was nonsense, but since that time, and with HBO continually winning awards with its films, the method in their "madness" is proving to be just what they needed to stay competitive and to muscle their way to the front of the line with the free television behemoths.

Market Prices by Network

Network	Films per Year	Budget	Suppliers
Fox Family Channel	8		In House & Co-productions
HBO	10-12	\$2.5 - \$13 M	No In-House
Lifetime	12	on par with others	Majority In-House, Some Outside Productions
Sci-Fi Channel	10-12	under \$1 M & up	In House & Co-productions
Showtime	35	\$2.5-\$5.5 M	In House & Co-productions
TNT	12	\$6-\$16 M	Majority In House
USA Networks	12	\$3-\$15 M	Majority In House
VH1	8-10	\$2.5-\$3.1 M	Mainly Outside Companies

Further evidence shows that market pressures are exerting force on cable outlets that want to aggressively compete with the expansion of free television deal values. Examples of this include Turner Broadcasting and Turner Network Television bidding for *Stepmom* from Columbia Pictures. Bidding before the box office performance is even in, shows the intense competition this market is generating.

Free Television

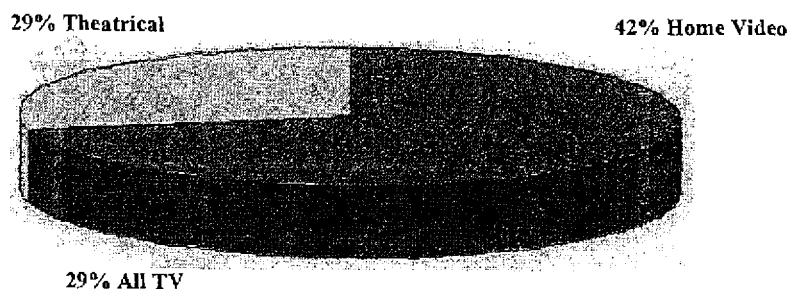
Television markets have been in a growing turmoil the last several years, all to the benefit of film producers. Under pressure from pay/cable markets, the free television networks have had to compete in a way they never had to before the mid-90s. For example, CBS agreed to pay MGM \$20 million for a James Bond film in a bidding war with USA and TNT. The bidding had hovered around \$15 million until CBS put in the winning offer. The previous Bond film went for \$12 million. NBC has recently licensed the exclusive network rights to *Antz* and *The Prince of Egypt* for the minimums of 10% to 15% of domestic box office performance. Other recent high profile films have brought in the following: *The Lost World: Jurassic Park* to Fox TV for \$80 million; and *Men in Black* to NBC for more than \$50 million, *Star Wars 4* has been licensed by Fox TV for up to \$80 million.

All of this high level competition has made rights fees upwardly mobile in both the free and the cable sides of the television market, but independent productions still typically have smaller market possibilities than the high profile studio blockbusters.

Foreign Markets

The foreign markets for U.S. films are very lucrative, bringing nearly \$8 billion back to the U.S. distributors. As of the end of 1994, for the first time in history foreign markets represented more than fifty percent of the theatrical income to American films. In terms of rentals to distributors (rentals being the payment from the exhibitor to the distributor), 1994 saw worldwide income of U.S. movies at 50.3%, while domestic income was 49.7%.

Foreign Market Outlet Percentages – 1999



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The growth in screens worldwide, and the rise in movie ticket prices in the last couple of years has led predictors such as *Baskerville Communications* to project that by 2008 the global box office will grow more than a third, to \$24 billion.

Independents In Foreign Distribution

Independent film companies recorded an 11% jump to \$1.8 billion in export revenue in 1997. The results, according to *KPMG Peat Marwick's* survey, are based on the sales receipts of films released internationally by 120 AFMA companies. The study attributes the healthy year for indies to television, which is responsible for \$799 million in foreign sales for American indies. Theatrical sales totaled \$565 million, while home video generated \$476 million.

As theatrical sales declined, video came to the rescue. And when video sales faltered, free television and pay TV jumped in. -- Robert Meyer, President of the American Film Marketing Assn.

Price Ranges for U.S. Product, 2001 (Selected Regions)

REGION	up to \$6 Million Budget	\$6-\$12 Million Budget
Europe	\$1.2 - \$2.5 million	\$2.5 - \$5.4 million
Australia/Far East	\$0.75 - \$1.5 million	\$1.5 - \$3.2 million
Latin America	\$0.385 - \$0.730 million	\$0.730 - \$1.2 million
Eastern Europe	\$0.165 - \$0.375 million	\$0.375 - \$0.65 million
Other	\$0.21 - \$0.395 million	\$0.395 - \$0.835 million
TOTAL	\$2.8 - \$5.5 million	\$5.5 - \$11.2 million

Foreign Pay and Free TV

Theatrical films, as one-shots with high production values, are easy to schedule and therefore ideal to plug into programming schedules.

Feature Films are the first preference of European TV Buyers.
Tony Lynn, President, Playboy Entertainment Group (former foreign TV sales head, MGM)

National Association of Television Program Executives, the organizers of the NATPE television programming marketing conference, favor international buying as a firsthand chance to scout the trend setting U.S. TV market. Buyers here can search for offbeat shows before they surface at overseas markets. Hollywood's independent film companies that sell mostly moderate and low budget films at the AFM are appearing at NATPE and cashing in on the rise of foreign TV sales.

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